

ROSS MILLER

Secretary of State

NICOLE J. LAMBOLEY
Chief Deputy Secretary of State

STATE OF NEVADA



**OFFICE OF THE
SECRETARY OF STATE**

CAROLYN ELLSWORTH

*Securities Administrator
Securities Division*

Please reply to the Las Vegas Office

February 17, 2010

**NOTICE TO ALL FILERS FOR EXEMPTIONS UNDER SEC
REGULATION D, RULE 505 AND 506, OFFERINGS**

EFFECTIVE IMMEDIATELY:

The filing fee that is to be paid to the Administrator for an offering exempt from the registration requirements of NRS 90.460 if it complies with the requirements of Regulation D of the Securities and Exchange Commission, 17 C.F.R. §§ 230.501 to 230.506, inclusive, except for Rule 504 of that Regulation, 17 C.F.R. § 230.504 is **\$500.00**.

Previously there had been some confusion due to a conflict created between the statute and the regulation adopted thereafter. Pursuant to Nevada law, the statute governs. As such, the NAC 90.515 (3) and its reference under NAC 90.495 are incorrect, and the filing fee is **not** \$300.00.

Thus, all filings received from this date forward must include the \$500 filing fee. If the filing fee is incorrect, a letter will be sent to the filer requesting the additional \$200.00 fee. There will be a thirty (30) day grace period to allow said filers to pay the additional fees and the Administrator will consider the filing effective on the initial date received. However, if the additional fee is not received within this thirty (30) day grace period, the filing will thereafter be deemed ineffective and the initial fees paid will be non-refundable.

Your anticipated compliance is appreciated. If you have any questions, you may direct them to my office.

Carolyn Ellsworth, Esq.
Securities Administrator

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