

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB NUMBER: 3235-0076
Expires: November 30, 2001
Estimated average burden
hours per response.....16.00

FORM D
NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6) AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY
Prefix Serial
Date Received



Name of Offering () check if this is an amendment and name has changed, and indicate change.)
Pentech Master Lease and Warrant

1109738

Filing Under (Check box(es) that apply): () Rule 504 () Rule 505 (x) Rule 506 () Section 4(6) () ULOE
Type of Filing: (x) New Filing () Amendment

A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer

Name of Issuer () Check if this is an amendment and name has changed, and indicate change.)
edocs, Inc.

Address of Executive Offices (Number and Street, City, State, Zip Code)
Two Apple Hill, 598 Worcester Road, Natick, MA 01760

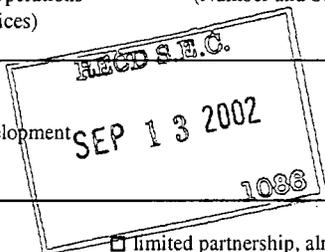
Telephone Number (Including Area Code)
(508) 652-8600

Address of Principal Business Operations (Number and Street, City, State, Zip Code)
(if different from Executive Offices)

Telephone Number (Including Area Code)

Brief Description of Business

Internet software retail and development



Type of Business Organization

- (x) corporation () limited partnership, already formed () other (please specify):
- () business trust () limited partnership, to be formed

PROCESSED

SEP 16 2002

THOMSON FINANCIAL

Actual or Estimated Date of Incorporation or Organization:

Month Year
0 5 9 8

Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:
CN for Canada; FN for other foreign jurisdiction)

(x) Actual () Estimated
D E

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6)

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those state that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Canekeratne, Kris

Business or Residence Address (Number and Street, City, State, Zip Code)

eRunway, Inc., 2000 West Park Drive, Westborough, MA 01581

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Davoli, Robert E.

Business or Residence Address (Number and Street, City, State, Zip Code)

Sigma Partners, 20 Custom House Street, Suite 830, Boston, MA 02110

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Laracey, Kevin E.

Business or Residence Address (Number and Street, City, State, Zip Code)

edocs, Inc., Two Apple Hill, 598 Worcester Road, Natick, MA 01760

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Moran, James

Business or Residence Address (Number and Street, City, State, Zip Code)

edocs, Inc., Two Apple Hill, 598 Worcester Road, Natick, MA 01760

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Goldfarb, Andrew P.

Business or Residence Address (Number and Street, City, State, Zip Code)

JAFCO America Ventures, Inc., One Boston Place, Suite 3320, Boston, MA 02108

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Dintersmith, Ted

Business or Residence Address (Number and Street, City, State, Zip Code)

edocs, Inc., Two Apple Hill, 598 Worcester Road, Natick, MA 01760

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Quinliven, Mark

Business or Residence Address (Number and Street, City, State, Zip Code)

edocs, Inc., Two Apple Hill, 598 Worcester Road, Natick, MA 01760

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Smith, Melinda

Business or Residence Address (Number and Street, City, State, Zip Code)

edocs, Inc., Two Apple Hill, 598 Worcester Road, Natick, MA 01760

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

A. BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Charles River Partnership VIII, A Limited Partnership

Business or Residence Address (Number and Street, City, State, Zip Code)

1000 Winter Street, Suite 3300, Waltham, MA 02451

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Sigma Partners IV, L.P.

Business or Residence Address (Number and Street, City, State, Zip Code)

2884 Sand Hill Road, Suite 121, Menlo Park, CA 94025

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

SIGMA Associates IV, L.P.

Business or Residence Address (Number and Street, City, State, Zip Code)

2884 Sand Hill Road, Suite 121, Menlo Park, CA 94025

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

JAFCO USIT Fund III, L.P.

Business or Residence Address (Number and Street, City, State, Zip Code)

One Boston Place, Suite 3320, Boston, MA 02108

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

The Goldman Sachs Group, L.P.

Business or Residence Address (Number and Street, City, State, Zip Code)

85 Broad Street, 19th Floor, New York, NY 10004

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

American Express Travel Related Services Company, Inc.

Business or Residence Address (Number and Street, City, State, Zip Code)

American Express Tower, World Financial Center, New York, NY 10285

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

GE Capital Equity Investments, Inc.

Business or Residence Address (Number and Street, City, State, Zip Code)

120 Long Ridge Road, Stamford, CT 06927-5000

A. BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Sigma Partners V, LP

Business or Residence Address (Number and Street, City, State, Zip Code)

2884 Sand Hill Road, Suite 121, Menlo Park, CA 94025

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Charles River Partnership X, A Limited Partnership

Business or Residence Address (Number and Street, City, State, Zip Code)

1000 Winter Street, Suite 3300, Waltham, MA 02451

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Equilibrium L.P.

Business or Residence Address (Number and Street, City, State, Zip Code)

Ugland House, South Church Street, P.O. Box 309, George Town, Grand Cayman, Cayman Islands

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Charter Growth Capital II, L.P.

Business or Residence Address (Number and Street, City, State, Zip Code)

525 University Avenue, Suite 1400, Palo Alto, CA 94301

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

B. INFORMATION ABOUT OFFERING

1. Has the issuer sold, or does the issuer intend to sell, to non accredited investors in this offering?..... Yes No

Answer also in Appendix, Column 2, if filing under ULOE.

2. What is the minimum investment that will be accepted from any individual?..... \$ N/A

3. Does the offering permit joint ownership of a single unit?..... Yes No

4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Full Name (Last name first, if individual)

N/A

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All State" or check individual States)..... All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

Full Name (Last name first, if individual)

N/A

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All State" or check individual States)..... All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

Full Name (Last name first, if individual)

N/A

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All State" or check individual States)..... All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt	\$ <u>0</u>	\$ <u>0</u>
Equity	\$ <u>0</u>	\$ <u>0</u>
<input checked="" type="checkbox"/> Common <input type="checkbox"/> Preferred		
Convertible Securities (including warrants)	\$ <u>2,577.40</u>	\$ <u>0</u>
Partnership Interests	\$ _____	\$ _____
Other (Specify _____)	\$ _____	\$ _____
Total	\$ <u>2,577.40</u>	\$ <u>0</u>

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors	<u>1</u>	\$ <u>2,577.40</u>
Non-accredited Investors	<u>N/A</u>	\$ <u>N/A</u>
Total (for filings under Rule 504 only)	_____	\$ _____

Answer also in Appendix, Column 3, if filing under ULOE.

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.

Type of offering	Type of Security	Dollar Amount Sold
Rule 505	_____	\$ _____
Regulation A	_____	\$ _____
Rule 504	_____	\$ _____
Total	_____	\$ _____

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees	<input type="checkbox"/> \$ <u>N/A</u>
Printing and Engraving Costs	<input type="checkbox"/> \$ <u>N/A</u>
Legal Fees	<input checked="" type="checkbox"/> \$ <u>1,000.00</u>
Accounting Fees	<input type="checkbox"/> \$ <u>N/A</u>
Engineering Fees	<input type="checkbox"/> \$ <u>N/A</u>
Sales Commissions (specify finders' fees separately)	<input type="checkbox"/> \$ <u>N/A</u>
Other Expenses (identify) <u>Blue Sky, courier fees, etc.</u>	<input checked="" type="checkbox"/> \$ <u>200.00</u>
Total	<input checked="" type="checkbox"/> \$ <u>1,200.00</u>

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

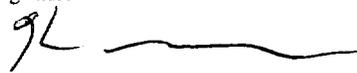
b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer." \$1,377.40

5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4.b above.

	Payments to Officers, Directors, & Affiliates	Payments To Others
Salaries and fees	<input type="checkbox"/> \$ <u>N/A</u>	<input type="checkbox"/> \$ <u>N/A</u>
Purchase of real estate	<input type="checkbox"/> \$ <u>N/A</u>	<input type="checkbox"/> \$ <u>N/A</u>
Purchase, rental or leasing and installation of machinery and equipment	<input type="checkbox"/> \$ <u>N/A</u>	<input type="checkbox"/> \$ <u>N/A</u>
Construction or leasing of plant buildings and facilities	<input type="checkbox"/> \$ <u>N/A</u>	<input type="checkbox"/> \$ <u>N/A</u>
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger).....	<input type="checkbox"/> \$ <u>N/A</u>	<input type="checkbox"/> \$ <u>N/A</u>
Repayment of indebtedness	<input type="checkbox"/> \$ <u>N/A</u>	<input type="checkbox"/> \$ <u>N/A</u>
Working Capital	<input type="checkbox"/> \$ <u>N/A</u>	<input checked="" type="checkbox"/> \$ <u>1,377.40</u>
Other (specify):	<input type="checkbox"/> \$ <u>N/A</u>	<input type="checkbox"/> \$ <u>N/A</u>
.....	<input type="checkbox"/> \$ <u>N/A</u>	<input type="checkbox"/> \$ <u>N/A</u>
Column Totals	<input type="checkbox"/> \$ <u>N/A</u>	<input type="checkbox"/> \$ <u>N/A</u>
 Total Payments Listed (Column totals added)		<input checked="" type="checkbox"/> \$ <u>1,377.40</u>

D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) edocs, Inc.	Signature 	Date 9.11.02
Name of Signer (Print or Type) Kevin E. Laracey	Title of Signer (Print or Type) President	

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

Instruction

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

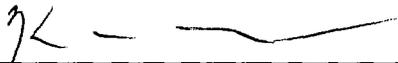
E. STATE SIGNATURE

1. Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule? Yes No

See Appendix, Column 5, for state response.

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type) edocs, Inc.	Signature 	Date 9.11.02
Name of Signer (Print or Type) Kevin E. Laracey	Title of Signer (Print or Type) President	

APPENDIX

1 State	2 Intend to sell to non-accredited investors in State (Part B-Item 1)		3 Type of security and aggregate offering price offered in state (Part C Item 1)	4 Type of investor and amount purchased in State (Part C-Item 2)				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
	Yes	No	Warrant for Common Stock	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL									
AK									
AZ									
AR									
CA		X	\$2,577.40	1	\$2,577.40	0			X
CO									
CT									
DE									
DC									
FL									
GA									
HI									
ID									
IL									
IN									
IA									
KS									
KY									
LA									
ME									
MD									
MA									
MI									
MN									
MS									
MO									

APPENDIX

1 State	2 Intend to sell to non-accredited investors in State (Part B-Item 1)		3 Type of security and aggregate offering price offered in state (Part C Item 1)	4 Type of investor and amount purchased in State (Part C-Item 2)				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
MT									
NE									
NV									
NH									
NJ									
NM									
NY									
NC									
ND									
OH									
OK									
OR									
PA									
RI									
SC									
SD									
TN									
TX									
UT									
VT									
VA									
WA									
WV									
WI									
WY									
PR									

FORM U-2 - UNIFORM CONSENT TO SERVICE OF PROCESS

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned edocs, Inc., a corporation organized under the laws of Delaware, for purposes of complying with the laws of the States indicated hereunder relating to either the registration or sale of securities, hereby irrevocably appoints the officers of the States so designated hereunder and their successors in such offices, its attorney in those States so designated upon whom may be served any notice, process or pleading in any action or proceeding against it arising out of, or in connection with, the sale of securities or out of violation of the aforesaid laws of the States so designated; 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 the States so designated hereunder by service of process upon the officers so designated with the same effect as if the undersigned was organized or created under the laws of the States and had been served lawfully with process in that State.

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

Kevin E. Laracey, President
edocs, Inc.
Two Apple Hill, 598 Worcester Road
Natick, MA 02760

Place an "X" before the names of all States for which the person executing this form is appointing the designated Officer of that State as its attorney in that State for receipt of service process:

	ALABAMA	Secretary of State
	ALASKA	Administrator (Commissioner of Commerce and Economic Development)
	ARIZONA	Corporation Commission
	ARKANSAS	State Securities Commissioner
X	CALIFORNIA	Commissioner of Corporations
	COLORADO	Securities Commissioner
	CONNECTICUT	Banking Commissioner of Department of Banking
	DELAWARE	Securities Commissioner
	DISTRICT OF COLUMBIA	Public Service Commission
	FLORIDA	Department of Banking and Finance
	GEORGIA	Commissioner of Securities (Secretary of State)
	GUAM	Administrator of Securities

HAWAII	Commissioner of Securities
IDAHO	Director of Department of Finance
ILLINOIS	Secretary of State
INDIANA	Secretary of State
IOWA	Administrator (Commissioner of Insurance)
KANSAS	Secretary of State
KENTUCKY	Commissioner of Department of Financial Institutions
LOUISIANA	Commissioner of Securities
MAINE	Securities Administrator
MARYLAND	Securities Commissioner
MASSACHUSETTS	Secretary of Commonwealth
MICHIGAN	Administrator (Corporation and Securities Bureau of the Department of Commerce)
MINNESOTA	Commissioner of Commerce
MISSISSIPPI	Secretary of State
MISSOURI	Commissioner of Securities
MONTANA	State Auditor
NEBRASKA	Director of Department of Banking & Finance
NEVADA	Administrator (Administrator of the Securities Division of the Office of the Secretary of State)
NEW HAMPSHIRE	Secretary of State
NEW JERSEY	Chief of Bureau of Securities
NEW MEXICO	Director of Securities Division of the Regulation and Licensing Department
NEW YORK	Secretary of State
NORTH CAROLINA	Secretary of State (Administrator)
NORTH DAKOTA	Securities Commissioner
OHIO	Secretary of State
OREGON	Director of Department of Consumer and Business Services
OKLAHOMA	Securities Administrator
*** PENNSYLVANIA	Pennsylvania does not require filing of a Consent to Service of Process
PUERTO RICO	Commissioner of Financial Institutions (Administrator)
RHODE ISLAND	Director of the Department of Business Regulation
SOUTH CAROLINA	Secretary of State
SOUTH DAKOTA	Director of the Division of Securities
TENNESSEE	Commissioner of Commerce and Insurance
TEXAS	Securities Commissioner
UTAH	Director, Division of Securities
VERMONT	Commissioner of Banking, Insurance and Securities