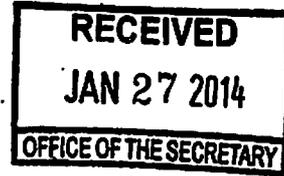




4747 North 7<sup>th</sup> Street, Suite 170, Phoenix, AZ 85014  
Phone: 602-485-1346 Fax: 602-788-0423

Email: [REDACTED] Website: [www.FirstAmericanStock.com](http://www.FirstAmericanStock.com)



January 23, 2014

Elizabeth M. Murphy  
Secretary  
U.S. Securities and Exchange Commission  
100 F Street NE  
Washington, DC 20549

**Re: File No. S7-09-13 – Proposed Crowdfunding Rules**

Dear Ms. Murphy:

First American Stock Transfer, Inc. welcomes the opportunity to respond to the SEC’s request for comments concerning the JOBS ACT and the proposed Crowdfunding Rules currently being contemplated by the Securities & Exchange Commission. As a transfer agent, subject to the SEC’s Rules and its supervision, we provide recordkeeping and transfer services for the NYSE MKT, NASDAQ, OTC, and Pink Sheet issuers, although the majority of our clients trade on OTC and Pink Sheets. We also provide transfer and recordkeeping services for many private and inactive companies. We, therefore, believe that we have a unique perspective with regard to small start-up companies such as the type that will be formed under the new Crowdfunding Rules, and we offer the following observations and comments for your consideration from that perspective.

**Creation and Maintenance of Shareholder Records**

Upon appointment as transfer agent, we have often received shareholder records from small issuers that have never before used the services of a transfer agency. These shareholder records come to us in all forms, from Excel spreadsheets, to basic software reports listing names, addresses, certificate numbers and share amounts, to separate pages written in pencil on an old-fashioned ledger. Sometimes the records are well organized, but quite often they are not. And, it is common for the records to be incomplete. If the issuer does not have a large number of shareholders we can usually decipher these records and convert them to an acceptable format within a reasonable period of time. Once the records are uploaded or manually entered into our software, they can then be maintained according to SEC Regulations and in a manner consistent with the securities laws of individual states under the Uniform Commercial Code.

With the current plans, through Crowdfunding, to allow companies to raise capital by offering smaller dollar investments to larger numbers of people, the necessity of proper recordkeeping becomes paramount. With Crowdfunding, as now proposed, the burden will fall on the portals to ensure that the issuers who are part of their portal have sufficient skills to record and maintain their shareholder records. However, there is presently no guidance proposed about the maintenance of these records. There is no guidance concerning how shares will be registered on the face of the certificates or identified as a shareholder account. There is no requirement about recording social security numbers or maintaining confidentiality. There is no regulation that requires the issuers to maintain records of lost shareholders, perform lost shareholder searches, escheat funds to individual states, or to maintain cost basis records and related reporting, per the Internal Revenue Service requirements – all of which are well known to registered transfer agents.

### **Ongoing Need for Accurate Records**

For the smaller companies who grow and want to enter the normal marketplaces of Pink Sheets and, more importantly, the OTC Markets, they must apply to FINRA to be allowed to trade. For those companies who want to trade on the OTC Markets, specifically, FINRA often demands what is called a “trading tree”, similar to a genealogy family tree. This regression report shows original issuances and the lineage of all transfers and breakdowns to others since inception. This is to ensure that no fraud occurred before the company had a government watchdog to oversee them. Before transfer agents had software that could track this chronologically, this was an overwhelming and time-consuming activity to do on behalf of companies (and we KNEW what we were doing when we did this). Most of the smaller agents now have software that can successfully track this occurrence. But smaller Crowdfunding companies who do not use a transfer agent absolutely will not have this capability. This can kill their ability to grow to a larger market when the time comes. [Attached as Exhibit A, is a copy of a market-maker firm’s 15c-211 questionnaire (submitted with approval), which reveals the information needed for a new firm to enter the markets.]

### **Reduced Costs to the Issuer**

Typically, an issuer with a transfer agency geared toward smaller issues is offered variable fee schedules that may depend on the issuer’s activity level. If there is a lot of activity, the rates can be higher, if the activity is low or nonexistent (due to any number of reasons) the fees tend to be quite low – typically about the cost of a single-user telephone bill. For Crowdfunding clients, fees at a small transfer agency may be as low as \$50.00 to \$75.00 monthly. If the records are maintained by the issuer’s attorney, it would be likely that the law firm would charge for the services of the paralegal at the rate of \$50 to \$100 an hour, or more. And, in many cases the time required by a paralegal to perform the recordkeeping tasks would be greater than at a transfer agency where employees are already trained and prepared to perform such services.

There is adequate competition among small transfer agents to enable issuers to find a regulated transfer agent with the computer systems, professionalism and skills who will be cost effective for their newly created organizations.

### **Experience of Transfer Agents as Gatekeepers Against Fraud**

Transfer agents, as SEC regulated entities, are required to have programs established under the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010, to permit detection and response to indicators of possibly identity theft and other financial fraud. Employees of transfer agencies are trained to detect and report “red flags” during the course of their duties to prevent such fraud. Failure to require Crowdfunding companies to utilize the services of a transfer agent will thereby fail to provide fraud protection for these new companies.

### **Back-up and Recovery Systems**

Transfer agents must have effective business continuity plans in place to ensure that data is protected in the event of a disruption to the firm’s business, in the event of an emergency or disaster. Currently the proposed Crowdfunding Rules do not require that the portal or any shareholder recordkeeping entity have adequate business continuity plans to protect the shareholder records. Requiring the use of a registered transfer agent will resolve that need.

### **Internal Audits to Prevent Theft and Errors or Omissions**

Under SEC Rule 17Ad-13, registered transfer agents must complete an annual examination of their internal controls by an independent accountant, and submit a report of the results of that examination to the SEC. The current proposed Crowdfunding Rules do not provide for such an independent examination and reporting to the SEC. Requiring the use of a registered transfer agent will result in the reduction of fraud or errors or omissions with respect to the investments made by the public.

### **Compliance with Federal and State Privacy Laws**

Registered transfer agents are required to have policies and procedures that protect shareholder confidentiality. The current proposed Crowdfunding Rules do not provide for confidentiality requirements. Requiring the use of a registered transfer agent will result in privacy and confidentiality for the investing public.

### **Conclusion**

Requiring the use of a transfer agent is consistent with the SEC’s primary objective of protecting the investing consumer. A Crowdfunding company will not have access to the investor’s money until it succeeds in reaching its stated predetermined funding goal. If the funding goal is reached, the investor’s funds are then released to the company – to become its

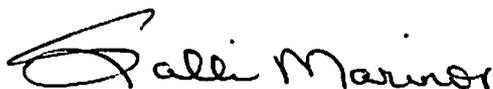
Elizabeth M. Murphy  
January 23, 2014

Page 4

initial operating capital – and shares of stock are issued to the investors. At that point, the equity investors are then subject to the risks and rewards of the company's success or failure, and to the investor market's interest in the stock of the company. It would be unfortunate to add to the market risk, the risks associated with inadequate, incomplete or fraudulent recordkeeping. Requiring the use of a registered transfer agent will prevent exposure to that risk by the investing public, at a very affordable cost to the issuer!

First American Stock Transfer, Inc. appreciates this opportunity to present its views on the Proposed Rules. We welcome the opportunity to discuss the issues raised in this letter or address any other questions you may have.

Sincerely,

A handwritten signature in cursive script that reads "Salli A. Marinov". The signature is written in black ink and is positioned above the printed name and title.

Salli A. Marinov  
President and  
Chief Executive Officer

Exhibit Attached



## 211 DUE DILIGENCE QUESTIONNAIRE AND DISCLOSURE DOCUMENT CHECKLIST

World Trade Financial Corporation ("World Trade") is honored to be selected as a candidate to sponsor the initial or to resume the quotation of your company. Securities and Exchange ("SEC") Rule 15c2-11 was designed to permit an issuer's securities to be quoted on the Financial Industry Regulatory Authority ("FINRA") Over-the-Counter Bullet Board ("OTCBB"). Please complete the below information in order for us to begin the necessary review process. The initial review time is generally 7-10 business days after receipt of this completed form and all supporting documents. Failure to provide all requested items will result in delays for the application's review.

**Symbol Description**

<b>OTCBB</b>	The items will require a standalone document executed by the President of the Issuer and placed on the Issuer's letterhead.
<b>Pink sheets ONLY</b>	Items are only necessary if the Issuer is seeking quotation solely onto the Pink Sheets and is not required to file periodic reports to the SEC under Section 12g.

NOTE: If more space is needed for any item below, please include response on a separate sheet and be sure to identify the response with the appropriate item number.

**ITEM 1** Quotation Medium .....  OTCBB  PINK SHEETS  BOTH

**ITEM 2** Exact name of Issuer and predecessor (if any)

**ITEM 3** Address of principal executive offices

**ITEM 4** Telephone number of principal executive office

**ITEM 5** Name, phone number, and email address of the CEO.

**ITEM 6** Name, title or relationship, phone number, and email address of person to contact regarding information for this application if not the CEO.

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**ITEM 7**

Provide the Articles of Incorporation as well as all amendments.

- PROVIDED AS EXHIBIT \_\_\_\_\_
- NOT PROVIDED (Provide rationale for not providing below)

--

**ITEM 8**

Type of Security .....  
(Domestic, ADR, foreign, or DPP)

--

**ITEM 9**

State of Incorporation .....

--

**ITEM 10**

Country of Incorporation .....

--

**ITEM 11**

Title and class of security to be quoted. ....  
(Common, preferred, etc.)

--

**ITEM 12**

Symbol of security .....

--

**ITEM 13**

CUSIP Number .....

--

**ITEM 14**

Par value of security .....

--

**ITEM 15**

Total outstanding shares at the end of the Issuer's  
most recent fiscal year .....

--

**ITEM 16**

Total Restricted shares .....

--

**ITEM 17**

Public Float .....

--

**ITEM 18**

Are there restrictions on the transfer of the securities?

--

**ITEM 19**

Name, address, and phone number of transfer agent.

--

**ITEM 20**

Name, address, phone number, and contact of Auditor.

--

**ITEM 21**

Name, address, phone number, and contact of Attorney.

--

**ITEM 22**

Is the Issuer required to file reports pursuant to  
Section 13 or 15(d) of the Exchange Act?

<input type="checkbox"/> YES <input type="checkbox"/> NO
--

**ITEM 23**

**Issuer's line of business**

**ITEM 24**

**Products or services offered by the Issuer**

**ITEM 25**

**Describe the Issuer's facilities (i.e. square footage, lease details)**

**ITEM 26**

**Are there other Companies located at any of the Issuer's locations? (if so, please describe the relationship to each Company)**

**ITEM 27**

**Date of Incorporation .....**

**ITEM 28**

**Fiscal Year End Date: (MM/DD) .....**

**ITEM 29**

**Standard Industrial Classification (SIC) .....**

**ITEM 30**

**SEC 10-digit CIK number .....**

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**ITEM 31**

Identity of individuals who are officers, directors and principal shareholders of all corporate shareholders of the issuer

**ITEM 32**

Officers or directors of the issuer that are also an officer, director, or principal shareholder of any corporation on the issuer's shareholder list

**ITEM 33**

A description of all Relationships and affiliations existing among and between the shareholders and the issuer, its predecessors, its present and prior officers and directors, and other shareholders.

**ITEM 34**

Current shareholder list of the Issuer, generated by the transfer agent that indicates the following items: 1) the name and address of the shareholder, 2) the number of shares held, 3) the dates the shares were acquired, 4) whether the shares are restricted, control, or free trading, and 5) the total shares restricted or free trading.

- PROVIDED AS EXHIBIT \_\_\_\_\_
- NOT PROVIDED (Provide rationale for not providing below)

**ITEM 35**

**pink sheets  
ONLY**

A regressing diagram, from the shareholder list provided, that traces the shares from the current shareholder to their issuance by the Issuer. This list should indicate the name and address of the shareholder or transferor, the date of original issuance or transfer, the provision under the Federal Securities laws or exemption that the Issuer or transferor relied upon, and the consideration paid to the Issuer or transferor. In addition, provide a detailed explanation of the Issuer's nature of business at the time of original share issuance and each subsequent issuance of shares since inception.

NOTE: Template available upon request.

- PROVIDED AS EXHIBIT \_\_\_\_\_
- NOT PROVIDED (Provide rationale for not providing below)

**ITEM 36**

List of companies that have been submitted for quotation on the OTC Bulletin Board or NQB Pink Sheets for any officer, director, or major shareholder. In addition, identify any other companies, for which they are currently an officer, director or majority shareholder.

**ITEM 37**

Detail description of the current corporate status of companies listed above.

**ITEM 38**

Details of any and all securities related disciplinary history of any officer, director, or major shareholder. Please provide any and all documentation.

**ITEM 39**

Date the Securities and Exchange Commission reached a no-comment stage with contact information of the examiner (name and phone number).

**ITEM 40**

A detailed description of the steps the Issuer plans to take during the next year in furtherance of its business plan. This description should include but not limited to, the activity the Issuer plans to conduct, the names of the persons conducting the activity, the expected dates of these activities, financing plans, description of the financing and the names of any broker-dealers or other person(s) that the Issuer has contacted or intends to contact regarding its financing plans.

**ITEM 41**

Has the Issuer entered into any discussions or negotiations concerning reverse mergers or acquisition? Please describe discussions or related documentation and/or agreements.

- PROVIDED AS EXHIBIT \_\_\_\_\_
- NOT PROVIDED (Provide rationale for not providing below)

**ITEM 42**

Provide a schematic diagram which depicts how the Issuer came to its current state. The diagram should include, but not limited to, dates of mergers, name changes, and any transaction involving the issuance of shares. In addition, provide copies of documentation prepared with respect to any mergers or share issuances.

- PROVIDED AS EXHIBIT \_\_\_\_\_
- NOT PROVIDED (Provide rationale for not providing below)

**pink sheets  
ONLY**

**ITEM 43**

Has the Issuer conducted or does the Issuer plan to conduct any private placements?

**ITEM 44**

Provide details surrounding the Issuers offerings. Your answer should include but not be limited to who solicited investors, how the solicitor knew them, and how many individuals were solicited including those that did not purchase. In addition, provide a copy of any offering circular(s), Form D(s) filed with the SEC executed subscription agreements and respective checks.

- N/A
- PROVIDED AS EXHIBIT \_\_\_\_\_
- NOT PROVIDED (Provide rationale for not providing below)

**ITEM 45**

List of any FINRA(formally NASD) member firms that participated in the above offering(s)

**ITEM 46**

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8

Statement indicating whether any person or entity has control, written or otherwise, of the sale, transfer, disposition, voting or any other aspect of the shares listed in the registration statement or on the shareholder list other than the person or entity identified as the shareholder. This statement should include any past, present or future arrangements.

**ITEM 47**

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8

Is the Issuer working with any Consultants or public relations firms? If so provide compensation exchanged (to date and future), dates of service, services provided and future services expected. Provide copies of agreements.

**ITEM 48**

A detailed description of the current status of any SEC investigation, including detailed descriptions of any outcomes and settlements.

**ITEM 49**

**pink sheets ONLY**

Financial statement information (Balance Sheet, Income Statement, Statement of Changes in Shareholder Equity) prepared in accordance with US GAAP along with all requisite notes for the previous two fiscal years, as required pursuant to Subsection (a)(5) of SEC Rule 15c2-11.

- PROVIDED AS EXHIBIT \_\_\_\_\_
- NOT PROVIDED (Provide rationale for not providing below)

**ITEM 50**

**pink sheets ONLY**

Financial statement information (Balance Sheet, Income Statement, Statement of Changes in Shareholders' Equity), prepared in accordance with US GAAP along with all requisite notes that is less than six months old, as required pursuant to Subsection (a)(5) of SEC Rule 15c2-11.

- PROVIDED AS EXHIBIT \_\_\_\_\_
- NOT PROVIDED (Provide rationale for not providing below)

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**ITEM 51**

Is the Issuer currently, or has ever been a Shell Company as described in SEC Release No. 99-26.

No  Yes (if yes, complete the template for Rule 144(i)(2))

NOTE: For 15c2-11 purposes, World Trade considers a company a "shell company" as described in SEC Release No. 99-26, if total assets are less than \$250,000 (\$150,000 may be cash or cash equivalents), and annual revenues are less than \$100,000 annually. Other factors may be considered such as the number of employees other than officers or directors, years in operation, and the Issuer's industry. Additionally, World Trade will not sponsor shell companies for trading onto the Pink Sheets.

**ITEM 52**  
**pink sheets**  
**ONLY**

Legal opinion letter regarding tradability.

PROVIDED AS EXHIBIT \_\_\_\_\_  
 NOT PROVIDED (Provide rationale for not providing below)

**ITEM 53**  
**pink sheets**  
**ONLY**

Attorney Letters with respect to Adequate Current Information.  
([http://www.pinksheets.com/content/doc/ps/Attorney/Letter/Agreement/v\\_2.pdf](http://www.pinksheets.com/content/doc/ps/Attorney/Letter/Agreement/v_2.pdf))

PROVIDED AS EXHIBIT \_\_\_\_\_  
 NOT PROVIDED (Provide rationale for not providing below)

**ITEM 54**

Employee contracts (including any termination or other agreements pursuant to which any officer or directors may be paid as a result of a change of control)

PROVIDED AS EXHIBIT \_\_\_\_\_  
 NOT PROVIDED (Provide rationale for not providing below)

**ITEM 55**

Describe the employment culture for the Issuer. Within your response, please include the number of employees and well as the number of employees that are not officers or directors of the Issuer.

**ITEM 56**

Schedule of all material patents, trademarks, trade names, service marks, and copyrights owned or used by the Issuer or any of its subsidiaries and all registrations thereof, pending applications therefor, licenses in respect thereof, and legal opinions relating thereto.

[REMAINDER OF PAGE LEFT BLANK INTENTIONALLY]

# Affidavit of Acknowledgement and Understanding

The undersigned Affiant depose and declare that I and/or counsel have reviewed the 15c2-11 disclosure documents along with the Red Flag Issues as illustrated in the Proposed Rule SEC 34-41110 S7-5-99, and affirm that based upon the information available to me and to the best of my knowledge and belief, the Issuer declares and acknowledges that its representations to World Trade Financial Corporation ("World Trade") made in connection with its 211 application are accurate as to all disclosures of material facts with no omissions thereof. The Issuer further declares and acknowledges that it is certain that none of the "Red Flags" mentioned in the Proposed SEC rule stated previously herein are now nor will become an issue with the Financial Industry Regulatory Authority ("FINRA") regarding this 211 application for quotation. Should FINRA or other regulatory entity chose to make one or several such inquires or any other inquiry necessitating World Trade's opinion to a regulatory body, the Issuer understands and asserts that by virtue of this attestation World Trade may have to employ significantly higher levels of due diligence than is traditionally required for a traditional 211 quotation application and may well transform the application into a process similar if not equivalent of an underwriting activity for which World Trade is not prepared or authorized to undertake and may be forced to withdraw the application accordingly and at its option terminate its sponsorship of the issuer in submitting 211 applications to FINRA, without any obligation remaining to Issuer. Furthermore, allow this affidavit to serve as our attestation that no contracts or arrangements have been entered into with the Issuer, its shareholders, affiliates or another person or entity representing the Issuer, other than the tacit co-operation of World Trade in sponsoring and assisting the Issuer in the submission of its 211 application with FINRA, an activity for which the Issuer further affirms World Trade has received or will receive no consideration or compensation.

**Upon clearance by FINRA of World Trade's priced or unpriced quotation of the Issuer, the Issuer acknowledges that World Trade at its own discretion may withdraw its priced or unpriced quotation at any time.**

Nothing contained herein constitutes an offer or sale of a security, and no agency or underwriting relationship is created hereby. By signing this document, under penalties of perjury, I acknowledge and certify that I have a reasonable basis for believing that the information accompanying this questionnaire including required documents is accurate in all material respect and that the source of the information are reliable as required by Rule 15c2-11 under the 1934 Act and NASD Rule 6740. I understand and acknowledge that this affirmative review obligation applies to all subsequent submission made in connection with this questionnaire. Further, I certify that I have examined this form and, to the best of my knowledge and belief, it is true, correct, and complete. I understand and acknowledge that copies of this form, accompany documents, and subsequent submission made in connection with this questionnaire may be provided to the Securities and Exchange Commission, or other regulatory agencies, Pink Sheets LLC, and to the public upon request through the Pink Sheets LLC. I hereby declare and affirm that the foregoing declaration of fact, understanding and acknowledgement is true and accurate under penalty of perjury according to applicable federal statutes and the laws of the State of California, and I hereby execute this Affidavit on this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_ at \_\_\_\_\_.  
(Location)

**Acknowledged:**  
AFFIANT

**Accepted:**  
BROKER DEALER

\_\_\_\_\_  
(Issuer Name)

\_\_\_\_\_  
Date: \_\_\_\_\_

By:

\_\_\_\_\_  
(Print Affiant Name)

\_\_\_\_\_  
World Trade Financial Corporation

**PRESIDENT**  
\_\_\_\_\_

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
Date: \_\_\_\_\_

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**APPENDIX A**

**[ISSUER LETTERHEAD]**

RE: [COMPANY NAME] (the "Company")  
15c2-11 Application

Dear World Trade Financial Corporation,

Please see the Company's response to the following item.

*Has the Company entered into any discussions or negotiations concerning potential merger or acquisition candidates? If so, please describe the discussions and provide any related documentation. If no, please indicate by signing the Statement below.*

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**STATEMENT REGARDING MERGER**

The Company has not entered into any discussions or negotiations concerning potential merger or acquisition candidates.

\_\_\_\_\_  
(Signature)  
[CEO OR PRESIDENT NAME]  
[TITLE(S)]

\_\_\_\_\_  
(Date)

**APPENDIX B**

[ISSUER LETTERHEAD]

RE: [COMPANY NAME] (the "Company")  
15c2-11 Application

Dear World Trade Financial Corporation,

Please see the Company's response to the following item.

*Provide a statement indicating whether any person or entity has control, written or otherwise, of the sale, transfer, disposition, voting or any other aspect of the shares listed in the registration statement other than the person or entity identified as the shareholder, and there are no arrangements, past, present or for the future, to the contrary. Alternatively, if no arrangements exist please acknowledge so by signing in the Statement below.*

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**STATEMENT REGARDING CONTROL**

The Company confirms that there is no person or entity that has control, written or otherwise of the sale, transfer, disposition, voting or any other aspect of the shares listed on the shareholder list other than the person or entity identified as the shareholder. This statement relates to all past, present or future arrangements.

\_\_\_\_\_  
(Signature)  
[CEO OR PRESIDENT NAME]  
[TITLE(S)]

\_\_\_\_\_  
(Date)

**APPENDIX C**

**[ISSUER LETTERHEAD]**

RE: [COMPANY NAME] (the "Company")  
15c2-11 Application

Dear World Trade Financial Corporation,

Please see the Company's response to the following item.

Is the Company working with any consultants or public relations firms? If so, provide the details including; compensation exchanged (to date and future), dates of services, services provided and future expected services. If no such arrangements exist, please indicate by signing the Statement below.

Name	Compensation Exchanged (To date and future)	Dates of Services	Services Provided (To date and future)

**STATEMENT REGARDING CONSULTANTS OR PUBLIC RELATIONS FIRMS**

The Company is not working with any consultants or public relations firms.

\_\_\_\_\_  
(Signature)  
[CEO OR PRESIDENT NAME]  
[TITLE(S)]

\_\_\_\_\_  
(Date)

**APPENDIX D**

[ISSUER LETTERHEAD]

RE: [COMPANY NAME] (the "Company")  
15c2-11 Application

Dear World Trade Financial Corporation,

**STATEMENT REGARDING SHARES**

The Company confirms that the company's shares not included in the Registration Statement are restricted and cannot be resold pursuant to Rule 144 until the conditions of Rule 144(i)(2) have been met.

\_\_\_\_\_  
(Signature)  
[CEO OR PRESIDENT NAME]  
[TITLE(S)]

\_\_\_\_\_  
(Date)