

605 NW 11th Avenue
Portland, OR 97209-3235
Phone: (503) 229-4400
gveber@veber.com
<http://www.veber.com>

New Relationship or Updated Client Relationship Information and Qualification Form

About this Form

Veber Partners is a registered FINRA Broker/Dealer Firm and therefore required by law to collect the information requested on this form. Please read the form carefully, as you will tell us about your investing entity and yourself, tell us how you want to communicate with us, and agree to certain provisions that will govern our relationship.

The securities that Veber Partners may offer you are pursuant to an exemption from registration under the Securities Act of 1933 (the "Act") and the provisions of applicable state blue sky laws. The exemptions upon which Veber is relying are based upon persons and entities meeting certain standards under the Act and regulations of FINRA and the Securities and Exchange Commission (the "SEC") issued from time to time. Veber Partners and the entity selling the securities are obliged to determine that each prospective purchaser of securities meets certain suitability and qualification standards. If these standards are not met, we will not be able to offer the security for your purchase.

Unless otherwise indicated in this form, the words "you," "your," "yourself," and "yours" mean the applicant(s). The words "we," "us," and "our" mean Veber Partners LLC, 605 NW 11th Avenue, Portland, Oregon 97209.

Getting Started

In order to complete this Form, you will need some or all of the following information:

- Identification information, such as a driver's license, passport, or another type of government-issued identification. We also will require a copy of this identification for our files
- Tax ID Number and or Social Security Number
- Information about your financial status as it relates to your being suitable for this investment and you being defined as an accredited investor
- Back-up contact information

The above information helps us comply with various securities regulations and rules and the USA PATRIOT ACT, a Federal law that requires all securities firms to obtain, verify, and record information that identifies each applicant. Please note: if we choose to verify the information you provide but cannot verify it, we may be required to restrict or deny any further activity on our relationship with you.

Please remember to notify us if you experience a significant life change, such as marriage, divorce, death of a spouse, change in financial situation, etc. Your information will be kept strictly confidential, subject to such disclosures as may be necessary to establish compliance with applicable securities laws and regulations.

Please remove & retain this page for your records.

1 Please Tell Us About the Entity or Individual(s) that is the Investor

Investor (Please complete a separate form for a co-investor)

Individual or Entity Name		Individual or Corporate Type		SS # or Tax ID Number	
Permanent Address					Apt/Suite No.
City	State	ZIP Code	Country		
Mailing Address (if different from above)					Apt/Suite No.
City	State	ZIP Code	Country		
E-Mail Address					

2 Please Tell Us About Yourself as an Individual or Representing the Entity that is the Investor

Individual or as Contact for Corporate Entity – Please Provide for a Corporate Entity Ownership Names & Percentages on Page 11

Mr. Mrs. Ms. Dr. **Suffix** Sr. Jr.

First Name		Middle & Last Name		Title at Investing Entity	
Permanent Address					Apt/Suite No.
City	State	ZIP Code	Country		
Work Phone	Home Phone	Mobile Phone	Email Address		
Mailing Address (if different from above)					Apt/Suite No.
City	State	ZIP Code	Country		

USA PATRIOT Act Information (Required by Federal law—See page 1)

Please provide the information below for the primary contact of the Investing Entity. Non-resident aliens, also include a completed W-8BEN. **We also will need to have in our file a copy of your identification papers.**

Date of Birth (mm/dd/yyyy)	Social Security or Taxpayer ID No.	Country of Citizenship
ID No. (Select one): <input type="checkbox"/> Driver's License <input type="checkbox"/> Passport <input type="checkbox"/> State ID <input type="checkbox"/> Other Government-issued ID		Place/Country of Issuance
Issue Date (mm/yyyy)	Expiration Date (mm/yyyy)	Country of Tax Residence (if different than country of citizenship)

Industry and Other Affiliations

<p><i>Applicant</i></p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p><i>Are you, your spouse, or any other immediate family members, including parents, in-laws, siblings and dependents:</i></p> <p>Employed by or associated with the securities industry (for example, a sole proprietor, partner, officer, director, or branch manager of a broker-dealer firm) or a financial regulatory agency?</p> <p>If yes, please specify entity below. If employed by the entity and, if required, please provide a letter from your employer (with this Application) approving establishment of this relationship.</p> <p><input type="checkbox"/> Broker-Dealer or Municipal Securities Dealer <input type="checkbox"/> Investment Adviser</p> <p><input type="checkbox"/> FINRA <input type="checkbox"/> State or Federal Securities Regulator</p> <p>Name of entity(ies): _____</p> <p>An officer, director or 10% (or more) shareholder in a publicly-owned company?</p> <p>Name of company and symbol: _____</p> <p>A senior military, governmental or political official in a non-US country?</p> <p>Name of country: _____</p>
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Please Tell Us More About Yourself or the Investing Entity For Qualification as an Accredited Investor and Being Suitable for this Investment —

Accredited Investor Status. You hereby certify to Veber Partners that you are an “accredited investor” as that term is defined in Rule 501(a) of Regulation D under the Securities Act of 1933 (the “Act”), because you qualify under one or more of the following categories (please initial each applicable category):

Natural Persons

- _____ (a) an individual with a net worth, or a joint net worth together with his or her spouse, in excess of \$1,000,000. (In calculating net worth, you may include equity in personal property and real estate (excluding your principal residence), cash, short term investments, stock and securities. Equity in personal property and real estate should be based on the estimated fair market value of such property minus debt secured by such property.)
- _____ (b) an individual who had an individual income in excess of \$200,000 in each of the prior two years and reasonably expects an income in excess of \$200,000 in the current year. (In calculating income, you may include earned income and other ordinary income, such as interest, dividends and royalties.)
- _____ (c) an individual who had with his/her spouse joint income in excess of \$300,000 in each of the prior two calendar years and reasonably expects joint income in excess of \$300,000 in the current calendar year. (In calculating income, you may include earned income and other ordinary income, such as interest, dividends and royalties.)

Corporations, Trusts, Partnerships and Other Entities

- _____ (a) a trust (other than an employee benefit or pension plan) with total assets in excess of \$5,000,000 not formed for the specific purpose of acquiring the particular securities being offered through Veber Partners, whose voting decision with respect to the proposed investment will be directed by a person who has such knowledge and experience in financial and business matters that he or she is capable of evaluating the merits of the proposed investment;
- _____ (b) a partnership, a corporation, a limited liability company, or a Massachusetts or similar business trust, not formed for the specific purpose of acquiring the particular securities being offered through Veber Partners, with total assets in excess of \$5,000,000;
- _____ (c) a bank as defined in Section 3(a)(2) of the Act, whether acting in its individual or fiduciary capacity;
- _____ (d) a savings and loan association or other institution as defined in Section 3(a)(5)(A) of the Act, whether acting in its individual or fiduciary capacity;
- _____ (e) a broker or dealer registered pursuant to Section 15 of the Securities Exchange Act of 1934, as amended;
- _____ (f) an insurance company as defined in Section 2(13) of the Act;
- _____ (g) an investment company registered under the Investment Company Act of 1940, as amended (the “Investment Company Act”);
- _____ (h) a business development company as defined in Section 2(a)(48) of the Investment Company Act;
- _____ (i) a small business investment company licensed by the U.S. Small Business Administration under Section 301(c) or (d) of the Small Business Investment Act of 1958;

- _____ (j) a private business development company (as defined in Section 202(a)(22) of the Investment Advisers Act of 1940);
- _____ (k) an entity in which all of the equity owners meet one of the criteria set forth in paragraphs (a) through (c) of the list under the caption “*Natural Persons*” or paragraphs (a) through (k) of the list under the caption “*Corporations, Trusts, Partnerships and Other Entities*” (***if this is the only paragraph checked under this Section 2, each such equity owner must fill out a separate Accredited Investor Status form***); or
- _____ (l) a director or executive officer of the entity selling the particular securities being offered through Veber Partners.

3 Please Tell Us More About Yourself or the Investing Entity for Suitability

FINRA REQUIREMENT FOR PARTICIPATION IN PRIVATE PLACEMENT THROUGH VEBER PARTNERS

The Securities and Exchange Commission mandates that all FINRA registered firms, including Veber Partners have on file an investor Suitability form for any investment made with Firm Clients. Please complete the questionnaire below and e-mail or fax back to Veber Partners. All information will be handled discretely in accordance with our Privacy Policy.

Updating Your Personal Data It is important that you inform Veber Partners about any significant changes to your Personal Data, for example, if you become retired or unemployed, or if your household income or net worth changes. This data is important to enable Veber Partners to make recommendations that are suitable for you. If you have any questions or changes to your Personal Data or Mailing Address please call your Veber Partners representative.

Updating Your Investment Objectives If you have changes to your Investment Objectives, please call Veber Partners. Definitions of selected terms appear at the end of this notice.

Protecting Your Privacy Please note the confidentiality of your personal information is paramount to us. For information on our privacy practices, including what information we collect about you and how we use and secure it, please refer to the Veber Partners web page at www.veber.com.

Your Personal Data Summary

(See definitions at the end of the worksheet):

Age: _____ Social Security Number or Tax ID: _____

Employment Status: _____ Occupation: _____

Employer: _____

Investment Objective with this Investment with Veber Partners

<u>Primary Investment Purpose</u>	<u>Risk Tolerance</u>	<u>Investor Time Frame</u>	<u>Previous Investment Experience</u>
Capital Preservation	Conservative	Less than 1 year	Stocks
Income	Moderately Conservative	1 - 2 years	Bonds
Growth & Income	Moderate	2 - 7 years	Mutual Funds
Traditional Growth	Moderately Aggressive	8 or more years	Options
Aggressive Growth	Aggressive		Private Equity
			Limited Partnerships
			Venture
			Alternative Investments
			Commercial Real Estate

Personal Financial Information *(please circle one under each column)*

<u>Annual Income</u>	<u>Total Household Income</u>	<u>Estimated Net worth</u> (excluding your residence)
Less than \$200,000	Less than \$200,000	Less than \$250,000
\$200-\$400,000	\$200- \$400,000	\$250,000 to \$500,000
\$400-\$800,000	\$400-800,000	\$500,000 to \$1 Million
\$800-\$1.2 Million	\$800-\$1.2 Million	\$1-2 Million
Greater than \$1.2 M	Greater than \$1.2 M	Greater than \$2 Million

Investor Tax Status: High Bracket Low Bracket No Tax

Need Liquidity Return on this Investment: Within Two years Within 5 Years Within 10 Years

Provide The Current sources of Your Net Worth/Income – circle all that apply

Public Stocks and Bonds

Investment Real Estate

Personal Owned Business

Private Investments

Other – Explain: _____

Would your life style change with the total loss of this Investment: Yes No

Some Definitions On Replies to Questions Above:

Financial Product Experience

Venture - Objective is to seek a high return consistent with high risk investments. Investor may lose his entire investment.

Private Equity - Objective is to seek above average returns in higher risk investments.

Personal Financial Information

Household Annual Income- The annual household income amount includes annual salary plus dividends, interest,

Household Net Worth - The estimated net worth of the household excluding your personal residence.

5 Review and Submit This Form

Confirmations and Signatures – Please Read Carefully

By signing this Form, you affirm that you have received and read this Form and any supplemental documents governing this relationship. You affirm that the information you have provided is accurate and you agree to notify us of any changes in the information provided.

Tax Withholding Certifications

Please check all boxes that apply, and sign and date below.

Applicant	
<input type="checkbox"/>	U.S. Person: Under penalty of perjury, I certify that: (1) I am a U.S. citizen, U.S. resident alien or other U.S. person, and the Social Security Number or Taxpayer Identification Number provided in this Application is correct (or I am waiting for a number to be issued to me); and (2) I am not subject to backup withholding because: (a) I am exempt from backup withholding; or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends; or (c) the IRS has notified me that I am no longer subject to backup withholding.
<input type="checkbox"/>	Certification Instructions: You must check this box if you cannot certify to item (2) above, meaning that you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return.
<input type="checkbox"/>	Non-Resident Alien: I certify that I am not a U.S. citizen, U.S. resident alien, or other U.S. person for U.S. tax purposes, and I am submitting the applicable Form W-8 with this form to certify my foreign status and, if applicable, claim tax treaty benefits.

The Internal Revenue Service does not require your consent to any provision of this document other than the certifications required to avoid backup withholding.

Signatures

Name of Individual(s) or Individual with Authority to sign on Behalf of Investing Entity (please print)

Signature or Signatures if co-Investing or Individual with authority to sign on behalf of Investing Entity

Title with Investing Entity

Veber Partners: Internal Use Only

Veber Partners Registered Representative Signature and Title

Date

Veber Partners Registered Managing Member Signature

Date

Please email your completed form to nstanley@veber.com

Veber Partners, LLC. 605 NW 11th Avenue, Portland, Oregon 97209

Investor Entity Supplemental Information

Entity Name			
Owner Name			Percentage Owned
Owner Two Name			Percentage Owned
Owner Three Name			Percentage Owned
Owner Four Name			Percentage Owned

PRIVACY NOTICE TO CLIENTS: PLEASE RETAIN THIS PAGE FOR YOUR RECORDS.

SEC Regulation S-P requires FINRA Broker/Dealers to provide a privacy notice to each client (individual or an entity).

Veber Partners, LLC may or may have collected nonpublic information about you or the Company from information we received from you on applications or other forms; information about your transactions with us or others; and information we received from an outside source.

Please be advised that Veber Partners, LLC will not disclose any nonpublic information about you or the Company to anyone, except as permitted by law.

Even after your relationship with Veber Partners ends or becomes inactive, we will adhere to the privacy policies and practices as described in this notice.

Veber Partners, LLC restricts access to your account information to those employees who need to know that information to provide services to you. We maintain physical, electronic and procedural safeguards to guard your nonpublic information.

FINRA Broker Check Program

1. The FINRA regulation website can be found at www.finra.org
2. The FINRA Disclosure Hotline Program phone number is 800-289-9999, open 8AM to 8PM EST
3. FINRA has developed the *Broker Check* brochure for investors, and others, to gain convenient access to information about their broker. This brochure, which helps to answer some questions about this program, can be found at:
<http://www.finra.org/Investors/ToolsCalculators/BrokerCheck/index.htm>
4. Veber Partners is required to check the names of individuals and firms we do business with against the U.S. Treasury's Office of Foreign Asset Control's (OFAC) Sanctions Program Listings as required by the U.S. Patriot Act and FINRA regulations.

Veber Partners Business Continuity Plan

Veber Partners, LLC has developed a Business Continuity Plan on how we will respond to events that significantly disrupt our business. Since the timing and impact of disasters and disruptions is unpredictable, we will have to be flexible in responding to actual events as they occur. With that in mind, as required by FINRA, we are providing you with this summary information (also available on our web site).

Contacting Us

Should a significant business disruption occur, you can contact us by calling Gayle Veber, Managing Member and Chief Compliance Officer, at (503) 229-4400 or gveber@veber.com.

Our Business Continuity Plan

We plan to quickly recover and resume business operations after a significant business disruption and respond by safeguarding our employees and property, making a financial and operational assessment, protecting the firm's books and records, and allowing our customers to transact business. In short, our business continuity plan is designed to permit our firm to resume operations as quickly as possible, given the scope and severity of the significant business disruption.

Our business continuity plan addresses: data back up and recovery; all mission critical systems; financial and operational assessments; alternative communications with customers, employees, and regulators; alternate physical location of employees; critical supplier, contractor, bank and counter-party impact; regulatory reporting; and assuring our customers prompt access to their funds and securities if we are unable to continue our business.

Varying Disruptions

Significant business disruptions can vary in their scope, such as only our firm, a single building housing our firm, the business district where our firm is located, the city where we are located, or the whole region. Within each of these areas, the severity of the disruption can also vary from minimal to severe. In a disruption to only our firm or a building housing our firm, we will transfer our operations to our Managing Member's home office.

In a disruption affecting our business district, city, or region, we will transfer our operations to a site outside of the affected area, and recover and resume business as quickly as possible, posting contact information on the web site.

For more information

If you have questions about our business continuity planning and/or would like to request a copy of our complete Business Continuity Plan, please contact Gayle Veber.