



Broker Instruction Letter ("Authorization Letter")

1-800-239-2506

To: Charles Schwab & Co., Inc.

From: _____ Date: _____
(Account Holder) (mm/dd/yyyy)

Re: Reporting Procedure for Transfers Involving Equity Securities of _____ (the "Issuer")
(Name of Issuer)

("Client") hereby authorizes, agrees and confirms to Charles Schwab & Co., Inc. ("Broker"), with respect to the account(s) indicated above their signature(s), as follows:

1. Client authorizes Broker to report to the Issuer any purchase, sale, transfer or gift of any equity security of the Issuer effected by Broker in or through the Account(s) (each, a "Transaction").
2. Except in the case of a margin maintenance call by Broker on an equity security held on Margin in the Account(s), Client authorizes Broker, prior to effecting any Transaction (other than pursuant to a Rule 10b5-1 plan previously approved by the Issuer), to use reasonable efforts to verify with the Issuer that such Transaction has been approved by the Issuer.
3. Client authorizes Broker to use reasonable efforts to notify the Issuer of each Transaction by 7:00 p.m. Eastern time on the trading date of such Transaction. Such notification is to be made to the attention of (please provide 2 contacts minimum):

Primary contact

Alternate contact

Name: _____ Name: _____
 Phone: _____ Phone: _____
 Email: _____ Email: _____

4. Client understands and agrees that Broker, including its officers, directors, employees, agents, affiliated entities and each of their officers, directors, employees and members (collectively, the "Broker parties"), will not be liable or responsible for: (i) any delay by Broker in executing any instruction from Client as a result of Broker exercising any authority under the terms of this letter; (ii) any delay or failure by the Issuer in confirming approval of any Transaction; (iii) any Transaction entered into by Client in contravention of the Issuer's policies and procedures; (iv) any negligence of the Broker parties in exercising any authority under the terms of this letter; or (v) any rejected or undeliverable notification given as set forth in Paragraph 3 above.
5. Client understands that, as the "beneficial owner" of the Issuer's equity securities, Client is solely responsible for making timely and complete filings to the extent required under Section 16 of the Securities Exchange Act of 1934.
6. All notices to Broker hereunder shall be made in writing as follows: Charles Schwab & Co., Inc. Restricted Stock Service® via fax: 1-877-724-9229.
7. All authorizations and agreements of Client herein shall remain in effect until terminated in writing by Client. Broker may terminate this agreement at any time for any reason by written notice to Client.
8. Only open accounts at the time of processing will be updated. If new accounts are opened at a later time the client is responsible for completing a new Authorization Letter for any new account(s).

This Authorization Letter shall be governed by and construed in accordance with the laws of the state of Texas, without regard to the conflicts of law principles thereof, and is subject to the terms of the Account Agreement (the "Account Agreement") between Client and Broker as in effect from time to time, including the Margin and Short Account Agreement and the Rule 10b-16 procedures included therein. Except as set forth in the preceding sentence, this Authorization Letter does not modify, supersede or otherwise amend the Account Agreement.

Account Name	Account Number
Account Name	Account Number
Account Name	Account Number

Signature(s) and Date(s) Required

X Account Holder Signature	Print Name	Date
X Additional Account Holder Signature	Print Name	Date

If you have any questions or need help completing your form(s), call Schwab Restricted Stock Service® at 1-800-239-2506 during business hours. Please send forms to: Charles Schwab & Co., Inc., Attention: Restricted Stock Service, 9825 Schwab Way, Lone Tree, Colorado 80124 or fax to: 1-877-724-9229.

