

SBA LOAN NUMBER
SBA SERVING OFFICE

(CITY)

(STATE)

REGISTERED HOLDER

THE ABOVE-NAMED REGISTERED HOLDER SHALL RECEIVE PAYMENTS OF PRINCIPAL PLUS INTEREST AT THE CERTIFICATE INTEREST RATE WITH RESPECT TO THE GUARANTEED INTEREST IN THE ABOVE LOAN THROUGH THE FISCAL AND TRANSFER AGENT ("FTA") AS DESIGNATED BY THE SMALL BUSINESS ADMINISTRATION ("SBA") PURSUANT TO THE TERMS OF THE REQUEST FOR CERTIFICATION OF SBA FORM 1084 ("SBA FORM 1084") OR THE SECONDARY PARTICIPATION GUARANTEE AND CERTIFICATION AGREEMENT ("SBA FORM 1064") EXECUTED BY SBA, THE LENDER AND THE PURCHASER OR HOLDER (AS THE CASE MAY BE) OF THE GUARANTEED INTEREST IN THE LOAN (AS SUCH TERMS ARE DEFINED IN SUCH AGREEMENT). THE RIGHTS AND OBLIGATIONS OF THE REGISTERED HOLDER SHALL BE GOVERNED BY THE TERMS OF THE SBA FORM 1084 OR SBA FORM 1064 (AS THE CASE MAY BE) WHICH AGREEMENT IS INCORPORATED HEREIN BY REFERENCE AND MADE A PART HEREOF, AND TO WHICH THE REGISTERED HOLDER BY ACCEPTANCE HEREOF ASSENTS. A COPY OF THE EXECUTED SBA FORM 1084 OR SBA FORM 1064 (AS THE CASE MAY BE) MAY BE OBTAINED FROM THE FTA UPON REQUEST THEREFOR AND PAYMENT OF A REPRODUCTION FEE. THE REGISTERED HOLDER ENTITLED TO RECEIVE PAYMENTS WITH RESPECT TO THE CERTIFICATE SHALL BE THE PERSON OR ENTITY REGISTERED AS SUCH ON THE BOOKS OF THE FTA AS OF THE LAST DAY OF ANY MONTH. PERIODIC PAYMENTS TO THE REGISTERED HOLDER BY THE FTA SHALL BE AT THE FREQUENCY ESTABLISHED BY THE SCHEDULED PAYMENT PERIOD AND SHALL BE REMITTED ON THE FIFTEENTH DAY OF THE MONTH OR AS OTHERWISE PROVIDED IN THE SBA FORM 1084 OR THE SBA FORM 1064 (AS THE CASE MAY BE). THE LAST SCHEDULED PAYMENT IS SCHEDULED TO BE REMITTED BY THE FTA ON THE SCHEDULED MATURITY DATE, BUT AS PROVIDED IN THE SBA FORM 1084 OR SBA FORM 1064 (AS THE CASE MAY BE), THE LOAN MAY TERMINATE IN A CASE OTHER THAN ITS MATURITY DATE, IN WHICH CASE THIS CERTIFICATE WILL BE CALLED FOR REDEMPTION AND WILL CEASE TO ACCRUE INTEREST AS OF SUCH TERMINATION DATE.

QUARANTEES. SUBJECT TO THE PROVISIONS OF THE SBA FORM 1084 OR SBA FORM 1064 (AS THE CASE MAY BE), SBA GUARANTEES TO PURCHASE, FROM THE REGISTERED HOLDER THE GUARANTEED INTEREST IN THE LOAN FOR AN AMOUNT EQUAL TO THE GUARANTEED PERCENTAGE OF UNPAID PRINCIPAL AND ACCRUED INTEREST DUE ON THE NOTE AS OF THE DATE OF PURCHASE BY SBA, LESS DEDUCTIONS FOR THE LENDER AND THE FTA'S SERVING FEES. SBA'S GUARANTEE TO THE REGISTERED HOLDER SHALL BECOME EFFECTIVE AT THE EVENT (I) THE BORROWER SHALL DEFAULT IN MAKING PAYMENTS OF PRINCIPAL OR INTEREST DUE ON THE NOTE, OR (II) THE LENDER FAILS TO REMIT BORROWER'S PAYMENTS TO THE FTA, SUBJECT TO THE PROVISIONS OF THE SBA FORM 1084 OR SBA FORM 1064 (AS THE CASE MAY BE). SBA ALSO GUARANTEES TO PROVIDE THE REGISTERED HOLDER ANY SUCH PAYMENTS WHICH THE FTA FAILS TO REMIT TO THE REGISTERED HOLDER. SBA WARRANTS THE ABOVE OUTSTANDING PRINCIPAL AMOUNT OF THE GUARANTEED INTEREST UPON THE SBA WARRANTY DATE (THE DATE OF EXECUTION BY SBA OF THE SBA FORM 1084 OR SBA FORM 1064 (AS THE CASE MAY BE), BUT SBA DOES NOT WARRANT, GUARANTEE OR OTHERWISE REPRESENT THE CREATING OF PRINCIPAL AMOUNT, OR THE ACCRUED INTEREST, AS OF ANY OTHER DATE. SINCE SBA IS A FEDERAL AGENCY, ITS GUARANTEES AND WARRANTS ARE BACKED BY THE FULL FAITH AND CREDIT OF THE UNITED STATES.

IF A DEMAND IS MADE UPON SBA UNDER ANY OF THE ABOVE GUARANTEES, THE PERSON OR ENTITY HAVING THE BENEFICIAL INTEREST IN THE GUARANTEED INTEREST (WHETHER OR NOT SUCH PERSON OR ENTITY IS

GUARANTEED INTEREST CERTIFICATE
GUARANTEED BY
SMALL BUSINESS ADMINISTRATION
OF THE UNITED STATES GOVERNMENT
SPECIMEN

PRINCIPAL AMOUNT OF GUARANTEED INTEREST \$ _____
AS OF _____ (SBA WARRANTY DATE)
CERTIFICATE SCHEDULED MATURITY DATE _____
CERTIFICATE INTEREST RATE _____
BASE RATE AND DIFFERENTIAL _____
(IF VARIABLE RATE)
SCHEDULED PAYMENT PERIOD _____
BORROWER'S PAYMENT DATE _____

ALSO THE REGISTERED HOLDER MUST EXECUTE AN AFFIDAVIT TO BE SUBMITTED TO SBA THROUGH THE FTA ON A FORM PRESCRIBED BY SBA WHICH SHALL STATE THAT SUCH PERSON OR ENTITY, AT THE TIME IT PURCHASED THE GUARANTEED INTEREST, WAS NOT THE BORROWER, THE LENDER, OR AN "ASSOCIATE" OF EITHER OF THEM (AS DEFINED IN TITLE 13, CODE OF FEDERAL REGULATIONS, PART 1201, AND HAD NOT PARTICIPATED IN NOR BEEN AWARE OF ANY NEGLIGENCE, FRAUD OR MISREPRESENTATION BY THE LENDER OR THE BORROWER WITH RESPECT TO THE UNDERLYING NOTE. THE EXECUTOR OF SUCH AFFIDAVIT WILL BE SUBJECT TO THE FALSE CLAIM PENALTIES UNDER 18 U.S.C. 10101.

THIS CERTIFICATE IS ISSUED BY SBA THROUGH THE FTA AND IS TRANSFERABLE ONLY ON THE REGISTER MAINTAINED BY THE FTA AND ONLY BY COMPLETION OF THE TRANSFER FORM ON THE REVERSE HEREOF OR A FORM OF DETACHED ASSIGNMENT APPROVED BY SBA. TRANSFERS OR REISSUES OF THIS CERTIFICATE SHALL BE MADE ONLY UPON PRESENTATION OF THIS CERTIFICATE AT THE OFFICE OF THE FTA. THE EFFECTIVE DATE OF THE REGISTERED HOLDER'S RIGHTS AND OBLIGATIONS HEREUNDER IS THE DATE ON WHICH THE FTA ISSUES AND COUNTERSIGNS THIS CERTIFICATE (THE "AUTHENTICATION DATE").

SEARCHED CAUSED THIS CERTIFICATE TO BE ISSUED AND COUNTERSIGNED BY ITS DESIGNATED FTA IDENTIFIED BELOW AND IS EXECUTED UNDER THE SEAL OF SBA WITH AN AUTHORIZED FACSIMILE SIGNATURE AND A FACSIMILE OF THE SBA SEAL. THIS CERTIFICATE IS NOT VALID UNTIL COUNTERSIGNED BY THE FTA.

COLSON SERVICES CORP.
FISCAL AND TRANSFER AGENT



UNITED STATES SMALL BUSINESS ADMINISTRATION

Hector V. Barreto
BY HECTOR V. BARRETO ADMINISTRATOR

AUTHORIZED SIGNER

AUTHENTICATION DATE _____

**U.S. SMALL BUSINESS ADMINISTRATION
GUARANTEED INTEREST CERTIFICATE
TRANSFER INFORMATION**

ALL TRANSFERS MUST BE EXECUTED ON SBA FORM 1088, FORM OF DETACHED ASSIGNMENT. THIS FORM IS AVAILABLE FROM THE FISCAL AND TRANSFER AGENT LISTED BELOW. AFTER EXECUTION AND COMPLETION OF THE DISCLOSURE INFORMATION, THE FORM 1088 AND THIS CERTIFICATE MUST BE PRESENTED FOR TRANSFER AND REGISTRATION INTO THE ASSIGNEE'S NAME AT THE OFFICE OF THE FISCAL AND TRANSFER AGENT (FTA), THE POSTAL ADDRESS OF THE FTA IS:

COLSON SERVICES CORP.
P.O. BOX 54
BOWLING GREEN STATION
NEW YORK, NY 10274

THE ADDRESS FOR COURIER DELIVERIES TO COLSON IS:

COLSON SERVICES CORP.
2 HANSON PLACE 7th FLOOR
BROOKLYN, NY 11217

THE NEWLY ISSUED CERTIFICATE WILL BE AVAILABLE AT THE OFFICE OF THE FTA AFTER TWO BUSINESS DAYS OR MAY BE MAILED ACCORDING TO ASSIGNEE'S INSTRUCTIONS. THE FTA MAY CHANGE A TRANSFER FEE PAYABLE BY CHECK AT THE TIME OF PRESENTMENT.

RECORD DATE ON THE BOOKS OF THE FTA IS THE LAST BUSINESS DAY OF THE MONTH. FTA'S SOLE RESPONSIBILITY IS TO PAY THE REGISTERED HOLDER AS OF THE RECORD DATE. IT IS THE RESPONSIBILITY OF THE ASSIGNEE TO PRESENT THE CERTIFICATE FOR TRANSFER. NO CLAIMS FOR PAYMENT WILL BE RECOGNIZED OTHER THAN FOR ITS FAILURE TO PAY THE REGISTERED HOLDER. ALL OTHER CLAIMS FOR PAYMENTS, ACCRUED INTEREST, ETC., MUST BE PRESENTED TO THE ASSIGNER.

DISCLOSURE INFORMATION

1. SBA GUARANTEES THE TIMELY PAYMENT OF PRINCIPAL AND INTEREST ON POOL CERTIFICATES ONLY.
2. SBA DOES NOT GUARANTEE PREMIUMS ON ANY SECONDARY MARKET SALE.
3. THIS CERTIFICATE MAY BE PREPAID PRIOR TO MATURITY DATE.
ANY QUESTIONS REGARDING TRANSFER SHOULD BE DIRECTED TO THE CUSTOMER SERVICE OFFICE OF THE FTA WHICH CAN BE REACHED AT THE ABOVE ADDRESS OR BY CALLING 877-245-6159.