

TO: EQUITABLE BANK (the "Bank")

I have been consulted by _____ (the "Borrower") as to the legal effect of granting to the Bank the following security and related documents (collectively, the "Security") for the purpose of securing the liabilities of the Borrower to the Bank:

I am not acting in any way on behalf of the Bank in connection with this matter. I have been consulted by the Borrower and have advised the Borrower independently of the Bank. I have explained Borrower's position and the consequences of the Security fully and plainly before the Borrower and without regard to or consideration for, the interests of the Bank. The Borrower declared that the Borrower fully understood the nature and effect of the Security and acknowledged that the Borrower is executing the Security freely and voluntarily and as the Borrower's own act and deed without any fear, threat, influence or compulsion of, from or by the Bank. I confirm that: (i) the person whose signature is witnessed below and to whom I provided independent legal advice is the same person referred to in this Certificate as having received advice; and (ii) I gave the foregoing advice to the Borrower prior to the delivery of the Security to the Bank.

DATED at _____ this _____ day of _____, _____.
(location) (month) (year)

Signature of Solicitor (or Notary in Quebec)

(print name and address)

Borrower's Confirmation

I hereby acknowledge that all of the statements in the above Certificate are true and correct. Neither the Bank, nor any of its business associates, nor any other person has used any compulsion or made any threat or exercised any undue influence to induce me to take the action mentioned in the above Certificate. The above solicitor/notary, in advising me as stated in the above Certificate, was consulted by me as my personal solicitor/notary and in my interest only. I confirm that I received the above-noted advice prior to the delivery of the Security to the Bank.

Signature of Solicitor/Notary as Witness

Signature of Borrower