

SPRINGING CONTROL ENDORSEMENT

Attached to **EAGLE 9[®]** UCC Insurance Policy No. _____

Issued By

First American Title Insurance Company

The Company hereby confirms that the equity interest consisting of [insert specific description of equity interest involved, e.g., 100 % of the membership interest, 500 shares of the common stock, 100 % of the limited partnership interest] in [insert legal name of issuing entity, e.g., ABC Limited Partnership, ABC LLC or XYZ, Inc.], a [insert jurisdiction of organization and type of organization, e.g., a Delaware limited liability company, a California corporation, a California limited partnership], authorized, issued and outstanding as of Date of Policy, and being pledged by [insert name of Debtor, e.g., XYZ, Inc.], a [insert jurisdiction of organization and type of organization if Debtor is a Registered Organization], as [insert defined term in equity pledge/security/or other lien granting document, e.g., "Pledgor"] in favor of [insert name of Insured, e.g., XYZ Bank, National Association, a national banking association], a [insert jurisdiction of organization and type of organization if Insured is an Registered Organization], as [insert defined term in equity pledge/security/or other lien granting document, e.g., "Pledgee"], pursuant to that certain [insert name of in equity pledge/security/or other lien granting document] dated as of _____, 200[] between "Pledgor" and "Pledgee" [or, by Pledgor in favor of Pledgee, if only Pledgor is party to the equity pledge/security/or other lien granting document] (the "Equity Interest"), is included within the Collateral that is covered by this policy.

Exclusion 5(h) does not apply to the Equity Interests.

This endorsement is issued with the understanding that as of Date of Policy the Insured has had no Notice of any Adverse Claim (as such terms are defined by Sections 8-102(a)(1) and 8-105 of Article 8 of the Uniform Commercial Code) with respect to the Equity Interest.

This endorsement is made a part of the policy and is subject to all of the terms and provisions thereof and of any prior endorsements thereto. Except to the extent expressly stated, this endorsement neither modifies any of the terms and provisions of the policy and any prior endorsements, nor does it extend the effective date of the policy and any prior endorsements, nor does it increase the face amount thereof.

First American Title Insurance Company

By: _____
Authorized Signatory

E9 – 28.0 - Springing Control Endorsement (03/04/03)