

Notification: Substitution Listing Event

Please review the attached Instructions before completing this *Notification*. Complete Parts I and II and only the applicable sections of Part III. Please note that NASDAQ® assesses a \$7,500 non-refundable fee for each substitution listing event.

PART I: Company Information

COMPANY NAME		
CONTACT NAME		CONTACT TITLE
PHONE	FAX	EMAIL
TRANSFER AGENT		
PHONE	FAX	EMAIL
PAYMENT OF THE \$7,500 FEE WAS MADE BY: <input type="checkbox"/> CHECK <input type="checkbox"/> WIRE		

PART II: Security Information

- Issue listed on:
 NASDAQ Global Select Market® NASDAQ Global Market® NASDAQ Capital Market®
- NASDAQ issue symbol: _____ CUSIP/CINS number: _____
- Security class and description (of NASDAQ-listed security): _____
Include par or stated value, warrant expiration date and exercise price, unit components and separation date, face amount and interest rate on convertible debt, and other issue specific information.
- Total shares outstanding before the change (excludes Treasury stock): _____
Total shares outstanding after the change (excludes Treasury stock): _____
- Date of approval for the action(s) by the board of directors: _____
Date of approval for the action(s) by shareholders (if applicable): _____
Anticipated date of closing: _____
Effective date of charter amendment (where applicable): _____
- Are there any changes to your NASDAQ listing or other relevant information (e.g., change in name, symbol, CUSIP number*, par value, change of control, deletion of another listed company, etc.)? Yes No

If yes, please specify. Please attach a separate sheet if necessary.

*Note: The CUSIP Service Bureau can be reached at +1 212 438 6565 or www.cusip.com.

PART III: Transaction Information

Please provide the requested information on the specific substitution listing event in the appropriate section below.

A. Reverse Stock Split*

*The information provided below shall be deemed subject to immediate public disclosure unless clearly noted otherwise.

1. Effective Date: _____ Stock/Split Ratio: _____
2. Post-split total shares outstanding (maximum): _____
3. Pre-split par value: _____ Post-split par value: _____
4. Method of settling fractional shares: _____
5. Post-split number of publicly-held shares: _____
6. Post-split number of total/public shareholders: _____

Note: After the reverse stock split occurs, Global Select Market and Global Market issuers generally are required to have at least 400 total shareholders. "Total shareholders" is defined as holders of beneficial interest and holders of record. Capital Market issuers generally are required to have at least 300 public shareholders post-split for continued listing. "Public holders" of a security include beneficial holders and holders of record, but does not include any holder, who is, directly or indirectly, an executive officer, director, or the beneficial holder of more than 10% of the total shares outstanding. Please contact your Listing Analyst at +1 301 978 8008 for further information.

7. Will the reverse split of the common stock have an impact on any related warrants and/or units that are publicly traded Yes No Not Applicable

If yes, please specify whether the split will be the same as the common stock or will the terms of the warrants and/or units will be adjusted. Please attach a separate sheet if necessary.

9. Explanation of any conditions, which must be met for the transaction to become effective:

B. Re-incorporation or a Change in the Company's Place of Organization

1. Place of Organization (includes changes in state of incorporation):

Current: _____ New: _____

2. Has the company filed new articles of incorporation with the applicable state or country regulatory body? Yes No

Name of Regulatory Body: _____

Filing Date: _____

If no, when will filing be made?: _____

C. Substitution Listing or Exchange of Securities

Please use this space for issuances/changes not specified above (e.g., formation of a holding company, which replaces the listed company; substitution listing of a new class of securities for another security; technical share-for share exchanges and other situations). Please note: When the surviving entity in a substitution listing has a new legal name, it must also execute a new *Listing Agreement*.

1. Type of issuance/reason for change/effective date:

2. Explanation of any conditions, which must be met for the transaction(s) to become effective:

3. Are there any changes to the voting rights or equity participation rights associated with this transaction? Yes No

If yes, please contact Listing Qualifications at +1 301 978 8008 to discuss this issue prior to completion of the response. Specify details for pre and post transaction and attach a separate sheet if necessary.

Authorization by Corporate Officer

NAME _____ TITLE _____

SIGNATURE _____ DATE _____

Payment Form: Substitution Listing Event Fee

Pursuant to Rules 5910(f) and 5920(e), a NASDAQ® company is required to submit a \$7,500 non-refundable fee in connection with the notification of a substitution listing event. The fee must be submitted concurrently with the *Notification*. All fees are payable to The NASDAQ Stock Market LLC.

Payment By Wire: The company may remit its fees by wire. Please use the following instructions and include the specific reference information provided below when transmitting your payment. Submission of this form is not required.

By Federal Reserve Wire
The NASDAQ Stock Market LLC
Bank Name: Wachovia Bank, N.A.
Bank Address: 12 East 49th Street
Bank Address: New York, NY 10017
SWIFT Number: PNBUS3NNYC
ABA Number: 031201467
Beneficiary: NASDAQ
Account Number: 2000031405177
Reference: GL2000911. Provide
company name, symbol, and note that the fee
is for a Substitution Listing Event.

By American Clearing House
The NASDAQ Stock Market LLC
Bank Name: Wachovia Bank, N.A.
Bank Address: 12 East 49th Street
Bank Address: New York, NY 10017
SWIFT Number: PNBUS3NNYC
ABA Number: 026012881
Beneficiary: NASDAQ
Account Number: 2000031405177
Reference: GL2000911. Provide
company name, symbol, and note that the fee
is for a Substitution Listing Event.

Payment By Check: All checks must be sent under separate cover to the applicable address provided below. Please complete this form and submit it with your payment.

COMPANY NAME

ADDRESS

ADDRESS

REMITTER NAME

(IF NOT THE SAME AS THE COMPANY)

CHECK ENCLOSED IN THE AMOUNT OF \$

CHECK NO.

Please mail this form and your payment to:

By Courier or Overnight Delivery Service
The NASDAQ Stock Market LLC
Corporate Data Operations
Lockbox 20200
c/o Wachovia Bank, N.A.
401 Market Street
Philadelphia, PA 19106

By Regular Mail*
The NASDAQ Stock Market LLC
Corporate Data Operations
Lockbox 20200
Post Office Box 8500
Philadelphia, PA 19178-0200

*Please note that the Post Office Box will not accept courier or overnight deliveries.

Instructions: Substitution Listing Event

PART I: Notification Requirements

Pursuant to Marketplace Rule 5250(e)(4), all companies* listed on The NASDAQ Stock Market are required to file this *Notification: Substitution Listing Event* when the following events occur:

- Reverse stock split;
- Re-incorporation or a change in the company's place of organization;
- The formation of a holding company that replaces a listed company;
- Reclassification or exchange of a company's shares for another security;
- The listing of a new class of securities in substitution for a previously-listed class of securities; or
- Any technical change whereby the shareholders of the original company received a share-for-share interest in the new company without any change in their equity position or rights.

Please note that The NASDAQ Stock Market also requires notification when a NASDAQ-listed company requests a change of its name, a change in the par value or title of its securities, or a voluntary change in its trading symbol. Please see Part II, Question 6 of the *Notification*. If such record-keeping changes occur as a result of a substitution listing event, the company should report all changes on this form. No further action or fees are required.

If there is an aggregate increase or decrease of any class of securities that exceeds 5 percent of the amount of the securities of the class outstanding as last reported on a Form 10-Q or 10-K or their equivalents, the company must also complete a *Notification: Change in the Number of Shares Outstanding*.

*The Substitution Listing Event notification is applicable for securities that are listed on a national securities exchange and not designated by NASDAQ® as national market system securities, e.g., dually listed securities; however, no fee payment is required.

PART II: Submission of the *Notification* and Fee Payment

Please provide one *Notification* for each class of security. More than one type of action for each class of security may be identified on one form.

A. Required Documentation

Please enclose one (1) copy of the following supporting documentation with this form.

- Cover letter briefly describing the transaction;
- The board resolution authorizing the plan, transaction, and/or issuance;
- Opinion of counsel (if available); and

- Applicable documentation:
 - Prospectus
 - proxy statement
 - SEC registration statement
 - plan of reorganization
 - acquisition/merger agreement
 - press release
 - certificate of designation
 - Form 8-K
 - consent solicitation
 - other relevant information

B. Timing

All notifications are required to be filed with NASDAQ 15 calendar days prior to the substitution listing event with the exception of re-incorporation or a change to a company's place of organization. For these events, the company shall notify NASDAQ as soon as practicable after the re-incorporation or the change in the place of organization has been implemented.

C. Fees

NASDAQ assesses a \$7,500 non-refundable fee for each substitution listing event. Please see the *Payment Form: Substitution Listing Event Fee* for details on the submission of the fee.

D. Submission of Filing

Please fax or email the *Notification*, supporting documentation and a copy of the *Payment Form: Substitution Listing Event Fee* or a confirmation of the wire transfer to:

The NASDAQ Stock Market LLC
 Corporate Data Operations
 Phone: Toll-free: +1 877 308 0523 Local: +1 203 926 3501
 Fax: Toll-free: +1 866 601 9862 Local: +1 203 926 3375
 Email: nasdaqreorgs@nasdaqomx.com

*You may fax the *Notification* and the *Payment Form*, but please do not fax supporting documentation.