

**WAIVER OF NOTICE OF
ANNUAL MEETING OF SHAREHOLDERS OF**

We, the undersigned, being all of the Shareholders of _____
_____ (the "Corporation"), hereby agree and consent
that the annual meeting of the Shareholders of the Corporation be held on the date and
time and at the place designated hereunder, and do hereby waive all notice whatsoever of
such meeting and of any adjournment or adjournments thereof.

We do further agree and consent that any and all lawful business may be
transacted at such meeting or at any adjournment or adjournments thereof, any
Shareholder present may deem as advisable thereat. Any business transacted at such
meeting or at any adjournment or adjournments thereof shall be as valid and legal and of
the same force and effect as if such meeting or adjourned meeting were held after notice.

Place of Meeting:

Date of Meeting:

Time of Meeting:

Dated:

Shareholder

Shareholder

Shareholder

Shareholder