

701 Seller's Representation Letter

Date: _____

To: Southwest Securities, Inc.
Attn: Stock Transfer Department
1201 Elm Street, Suite 3500
Dallas, TX 75270

Dear Sirs:

In connection with the proposed order to sell, pursuant to Rule 701 and Rule 144 under the Securities Act of 1933, _____ shares of the _____ stock of _____ ("Issuer") the undersigned ("Seller") represents and warrants that:

1. Seller is familiar with the provisions of SEC Rules 701 & 144.
2. The securities proposed to be sold were acquired pursuant to the Company's _____ option plan ("Plan"), through an exercise on _____ of shares granted on or before _____.
3. Seller has received a copy of the employee plan pursuant to which the above referenced shares were issued.
4. The Issuer has been a reporting company under the Securities Exchange Act of 1934, as amended, for greater than ninety (90) days.
5. a) _____ Seller is not an Affiliate of the Issuer as defined in paragraph (a) of Rule 144, and has not been an Affiliate during the three months prior proposed sale; OR
b) _____ Seller is an Affiliate of the Issuer as defined in paragraph (a) of Rule 144 or has been an Affiliate during the three months prior to the proposed sale. Seller has transmitted or caused to be transmitted to the Securities and Exchange Commission three executed copies of Form 144, and in the case of securities trading on any national securities exchange has transmitted or caused to be transmitted an executed copy of Form 144 to the principal exchange on which said security is traded. To the best of Seller's knowledge, information and belief, all of the statements made in Form 144 are true and correct, and there have been no misstatements or omissions of material fact in Form 144.

701 Seller's Representation Letter (cont.)

6. If Seller is an Affiliate of the Issuer, Seller has relied upon the Issuer's statement that it satisfies the current public information requirements of paragraph (c)(1) or (c)(2) of Rule 144, and does not know or have reason to believe that such statement is inaccurate.
7. Seller authorizes you to sell the securities proposed to be sold in "brokers transactions" within the meaning of Section 4(4) of the Securities Act of 1933 and paragraph (g) of SEC Rule 144, or to purchase them as principal.
_____ is a "market maker" as defined in Section 3(a)(38) of the Securities Exchange Act of 1934. No other manner of sale will be permitted.
8. The undersigned confirms that the Company is not, and has not been, a shell issuer as described in Rule 144(i)(1).
9. Seller has not solicited or arranged for the solicitation of orders to purchase the securities proposed to be sold in anticipation of or in connection with such sale, and Seller will not do so.
10. Seller has not made, and will not make, and has not arranged for any payment in connection with the execution of the above order to any person other than the broker's commission, if applicable.
11. Seller agrees to undertake all steps necessary to effect the transfer, into deliverable form by the transfer agent, of the certificates, which Seller has delivered to you in connection with the proposed sale.
12. Seller understands that payment of the sale proceeds will not be made until the shares are transferred and delivered free of restrictive legend in accordance with your instructions.
13. Seller understands that you will rely on the representations made in this letter in Determining whether to accept Seller's order to sell the securities proposed to be sold pursuant to SEC Rule 701 and Rule 144. Furthermore, Seller understands that this letter may be transmitted by you to the Issuer, its counsel or transfer agent. In such event, the Issuer, its counsel or transfer agent may rely upon the representations made in this letter as though they had been addressed to them.

Date

Seller's Name

Signature of Seller

Seller's Address

Account Number