



Account Number

SEC Rule 701 Seller's Letter

Use this form to sell securities under SEC Rule 701(g)(3) and 144. Type on screen or fill in using CAPITAL letters and black ink.

1. Account Owner(s)

Name(s) as shown on the Certificate

2. Certification

Number of Shares	Company Name

In connection with the proposed sale by me of the number of shares of Common Stock of the company indicated above ("the Company") under SEC Rules 701(g)(3) and 144 of the Securities Act of 1933, I hereby represent to you that:

A. I acquired and fully paid for the securities under a written Company employee compensatory benefit plan or a written contract relating to my compensation in a transaction that was exempt from registration pursuant to SEC Rule 701(a).

Name of Plan		
Date Shares Acquired MM DD YYYY	Date Payment Made for Shares MM DD YYYY	Date of Option Grant <i>if applicable</i> MM DD YYYY

- B. I have previously received a copy of the employee compensatory benefit plan, or the written contract relating to the compensation, under which the above-mentioned shares were issued.
- C. At present, I am not an officer, director, or 10% shareholder of the Company, or otherwise an "affiliate" of the Company within the meaning of Rule 144(a).
- D. I am not aware of any material, non-public information with regard to the Company that has not been publicly disclosed. If prior to the completion of the execution of an order to sell the above-referenced shares I become aware of any such information, I agree to notify you immediately.
- E. I have not made, and will not make, any payment in connection with the execution of the above order to any persons other than Fidelity.
- F. I have not solicited or arranged for the solicitation of orders to buy in anticipation of or in connection with this transaction.
- G. I am not aware of any facts or circumstances indicating that I am or might be deemed an underwriter within the meaning of the Securities Act of 1933 with respect to such securities. I am not individually or together with others engaged in making a distribution.
- H. I also understand that if for any reason the shares being sold cannot be transferred, Fidelity will be required to purchase shares in the open market to cover my sale. I hereby accept responsibility for any such buy-in and any deficit resulting therefrom.

3. Signatures and Dates *Form cannot be processed without signatures and dates.*

By signing below, I:

- Understand that you will not pay me the net proceeds of the sale made pursuant to this order until the certificates representing the securities sold have been transferred by the issuer or its transfer agent at the issuer's instructions to the purchasers or to you for delivery to the purchaser, and until you have been paid in full by the buying brokers.
- Represent that I am familiar with Securities and Exchange Commission Rules 701(g)(3) and 144 under the Securities Act of 1933, as amended, and agree that you may rely on the above statement in executing the order referred to above.
- Declare I have answered the questions on this Seller's Certification honestly and to the best of my knowledge.
- Understand Fidelity will use this information to assist me with selling these securities.
- Indemnify Fidelity and their officers, directors, employees, agents, affiliates, shareholders, successors, assigns, and representatives from any liability in connection with the information provided above and the resulting transactions.

The form must be signed only by the individuals that appear on the stock certificate or an authorized signer.

Print Account Owner/Authorized Signatory Name <i>First, M.I., Last</i>	Print Joint Account Owner/Authorized Signatory Name <i>First, M.I., Last (if applicable)</i>
Account Owner/Authorized Signatory Signature	Joint Account Owner/Authorized Signatory Signature <i>(if applicable)</i>
Date MM - DD - YYYY	Date MM - DD - YYYY

On this form, "Fidelity" means Fidelity Brokerage Services LLC, National Financial Services LLC, and their respective affiliates. Brokerage services are provided by Fidelity Brokerage Services LLC, Member NYSE, SIPC. Custody and other services are provided by National Financial Services LLC, Member NYSE, SIPC. 382990.4.0 (03/13)



Account Number
CID Number if known

Irrevocable Stock or Bond Power

Use this form to allow Fidelity Brokerage Services LLC to facilitate the processing of your certificate(s). This form takes the place of an original signature on the certificate. Original form must be mailed to Fidelity. Type on screen or fill in using CAPITAL letters and blue ink. If you need more room for information or signatures, use a copy of the relevant page.

1. Registration

Provide the name(s) exactly as they appear on the certificate.

Name(s) as shown on the Certificate
Entity/Business/Trust Name

2. Irrevocable Stock or Bond Power for Value Received

The undersigned does (do) hereby sell, assign and transfer to the person listed the following attached stock or bond, as applicable.

Person or Entity Who Will Receive the Securities
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The undersigned does (do) hereby irrevocably constitute and appoint National Financial Services LLC ("NFS"), as attorney-in-fact to transfer the said stock(s) or bond(s) as the case may be, on the books of said Company, with full power of substitution in the premises.

3. Signatures *Form cannot be processed without signatures.*

If the stock is registered in more than one name, all parties must sign below exactly as their name(s) appear on the certificate(s).

Print Account Owner/Trustee Name First, M.I., Last
Account Owner/Trustee Signature
SIGN ▶

Print Additional Account Owner/Trustee Name First, M.I., Last
Additional Account Owner/Trustee Signature
SIGN ▶

For Fidelity Use Only

If stocks, complete this portion:

Common Stock Preferred Stock

Number of Shares	Certificate Number
Name of Issuer	Certificate Number

If bonds, complete this portion:

Number of Bonds	Principal Amount Face Value	Certificate Number
	\$	
Name of Issuer Company or Municipality	Certificate Number	

▼ MEDALLION SIGNATURE GUARANTEE ▼

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Return the original form to Fidelity Investments, Attention: Banking Services, 100 Crosby Parkway, Mailzone KC1N, Covington, KY 41015