

CERTIFICATE OF INDEPENDENT LEGAL ADVICE
(Personal)

DATE: _____

TO: _____ (Finder)

FROM: _____ (Investor)

I have been consulted by Investor as to the rights and obligations which he would enjoy and undertake by executing and delivering to FINDER

The _____ Joint Venture Agreement (JVA)

for investment purposes. When the Investor attended at my office, I advised him as to the effect of executing and delivering the JVA, including all such obligations and liabilities which the Investor would incur thereby and the manner in which such obligations and liability could be enforced.

I was satisfied that Investor appreciated the liability and obligations incurred by him and the remedies of enforcement available to FINDER and any other party to the JVA (Other Party), and he executed the JVA in my office separate and apart from any Other Party.

I have advised the Investor, as solicitor for him and in his interests only, and without regard to, or consideration for, the interests of any Other Party.

Dated this _____ day of _____, 20____.

[signature of solicitor]

[name of solicitor]

I hereby acknowledge and declare that all the statements made in the foregoing Certificate are true and correct, that no Other Party, FINDER nor any other person has used any compulsion or made any threat or exercised any undue influence or coercion to induce me to execute and deliver the JVA. I have examined the JVA and understand its terms, and the solicitor giving the foregoing Certificate, in advising me as stated therein, was consulted by me as my personal solicitor and in my own interest only.

Dated this _____ day of _____, 20____.

Investor