

EXHIBIT A

BORROWER'S REPRESENTATIONS REGARDING RESERVE FUND

The undersigned borrower (the "Borrower") acknowledges and understands:

- (a) that the loan to be made by _____* will be filed for enrollment by the Lender in the Small Business Capital Access Program (the "Program"), a program established by The State of Rhode Island and administered by BDC Capital as agent for the Rhode Island Commerce Corporation (as agent, the "BDC");
- (b) that the purpose of the Program is to assist the Lender in making loans that might otherwise not qualify for a loan from the Lender;
- (c) that as a condition of having the loan filed for enrollment in the Program, the Borrower is required to pay a non-refundable premium charge to an administrative account called the Reserve Fund, which Reserve Fund has been established in accordance with the Program to help cover losses that the Lender may sustain on loans enrolled in the Program; and
- (d) that the Borrower's payment of its non-refundable premium charge will be collected by the Lender for transmittal to the Reserve Fund, and that other payments or transfers will be made to the Reserve Fund by the Lender and BDC.

The Borrower acknowledges the foregoing and hereby represents and warrants that it has no, and has not been promised or told by anyone that it has any, legal, beneficial or equitable interest in the aforementioned non-refundable premium charges or any other funds credited to the Reserve Fund, and hereby waives any right, claim or interest to any and all such funds paid or credited to the Reserve Fund from time to time.

The Borrower agrees to participate in a press release or news article on the Rhode Island Capital Access Program, which may be published in any local business news publication, the Rhode Island Commerce Corporation or BDC Capital website.

Name of Borrower

By: _____
An authorized signatory
Name:
Title:

Date: _____

* (Insert name of Lender)