

[LETTERHEAD]

IRMA REPRESENTATION NOTICE

[date]

[ISSUER NAME] (the “**Issuer**”) hereby represents that it has appointed [name of MA firm] to serve as its Independent Registered Municipal Advisor (the “**IRMA**”) to represent and advise the Issuer on an ongoing basis with respect to matters including but not limited to those relating to municipal financial products or the issuance of municipal securities, including advice with respect to the structure, timing terms, and other similar matters concerning such financial products.

The IRMA has represented to the Issuer that it is an “independent registered municipal advisor” within the meaning of the SEC Municipal Advisor Rule 15Ba-1(d)(3)(vi) (the “**Rule**”). The representation of the IRMA specifically includes the evaluation of presentations and proposals made to the Issuer by individuals or firms (“**Market Participants**”) including, but not limited to, the structure and timing of municipal bond transactions. The Issuer will communicate regularly with its IRMA with respect to communications received from Market Participants and will rely on the advice provided by its IRMA.

The Issuer provides this written representation so that any Market Participant can use it for purposes of the IRMA exemption under the Rule in connection with any information, proposal, recommendation or other communication provided by such Market Participants so that such information, proposal, recommendation or other communication will not be considered to be “advice” under the Rule.

The Issuer makes no representation as to the sufficiency of this Notice to ensure such information, proposal, recommendation or other communication will not be considered to be “advice” and specifically disclaims any responsibility or liability with respect to compliance with the Rule by any Market Participant or other party, other than with respect to the accuracy of the representations made in this Notice.

This Notice of Independent Registered Municipal Advisor Representation is in effect until [rescinded or revised by the Issuer][specific date]. Inquiries regarding this Notice may be directed to the Issuer by contacting:

[Issuer Contact Name and Information]

Contact with the IRMA may be directed here:

[IRMA Contact Name and Information]

[ISSUER]

[signature]

[Issuer Contact]

[Issuer’s Contact’s Title]