

SIGNIFICANT SUBSIDIARY:

(I) ITS NAME, ADDRESS, AND FORM OF ORGANIZATION;

(II) THE STATE OR FOREIGN JURISDICTION AND THE DATE OF ITS ORGANIZATION; AND

(III) THE GENERAL CHARACTER AND LOCATION OF ITS BUSINESS;

(3) WITH RESPECT TO ANY PERSON ON WHOSE BEHALF ANY PART OF THE OFFERING IS TO BE MADE IN A NONISSUER DISTRIBUTION:

(I) HIS NAME AND ADDRESS;

(II) THE AMOUNT OF SECURITIES OF THE ISSUER HELD BY HIM AS OF THE DATE OF THE FILING OF THE REGISTRATION STATEMENT; AND

(III) A STATEMENT OF HIS REASONS FOR MAKING THE OFFERING;

(4) A DESCRIPTION OF THE SECURITY BEING REGISTERED;

(5) THE INFORMATION AND DOCUMENTS SPECIFIED IN §11-504(B) (2), (4), (7), (8), (9), (10), AND (12) OF THIS SUBTITLE;

(6) A BALANCE SHEET OF THE ISSUER AS OF A DATE WITHIN FOUR MONTHS BEFORE THE FILING OF THE REGISTRATION STATEMENT;

(7) A SUMMARY OF EARNINGS:

(I) FOR EACH OF THE TWO FISCAL YEARS PRECEDING THE DATE OF THE BALANCE SHEET AND FOR ANY PERIOD BETWEEN THE CLOSE OF THE LAST FISCAL YEAR AND THE DATE OF THE BALANCE SHEET; OR

(II) FOR THE PERIOD OF EXISTENCE OF THE ISSUER AND ANY PREDECESSOR, IF LESS THAN TWO YEARS; AND

(8) THREE COPIES OF THE PROSPECTUS REQUIRED BY SUBSECTION (C) OF THIS SECTION.

(C) PROSPECTUS.

(1) AS A CONDITION OF REGISTRATION UNDER THIS SECTION, A PROSPECTUS CONTAINING ANY DESIGNATED PART OF THE INFORMATION SPECIFIED IN SUBSECTION (B) OF THIS SECTION SHALL BE SENT OR GIVEN TO EACH PERSON TO WHOM AN