Under penalties of perjury, I declare that I have examined this application, including all the attachments, and to the best of my knowledge and belief it is true, correct and complete.

Certificate of Compliance

The Undersigned,

______________________________  ________________________________
name of officer                  title of officer

of

______________________________
name and type of company *

("Applicant"), hereby certifies to the State of Utah, acting through the Governor’s Office of Economic Development as Administrator of the Motion Picture Incentive Fund (hereinafter referred to as the "State") pursuant to Section 4.2 if the Motion Picture Incentive Fund Agreement ("Agreement") dated the Effective Date of the Agreement, by and between Applicant and the State, as follows:

1. I am the ______________________ of Applicant and have the right to bind applicant.
2. Any capitalized terms otherwise not defined in the Certificate of Compliance shall have the meanings given to them in the Agreement.
3. Applicant is not in Default in the performance of any of its covenants or agreements contained in any MPIF Document.
4. Utah Recognition Credit has been included in the credit of the production.
5. Applicant's representations and warranties contained in the Agreement are true and correct as of the date of this Certificate of Compliance set forth below.

IN WITNESS WHEREOF, this Certificate of Compliance is executed this ____ day of _________ 20 _____

______________________________
Officer of Applicant

* Corporation, Limited Liability Company, partnership, limited partnership, sole proprietorship, joint stock company, unincorporated organization or joint venture