

CERTIFICATION OF OFFICERS/ STOCKHOLDERS

This application is made to Merchant Factors Corp. for the purpose of entering into a factoring agreement.

1. Name of company _____
2. Address _____ City, State, Zip _____
3. Tel. # _____ Cell # _____
Fax # _____ E-Mail Address _____
4. Is your business a corporation _____ If so, what state incorporated _____
5. How long has this corporation been in business _____
6. Are any trade names or trade styles being used? If so, what are the names _____

- 7a. Is all your inventory located at the above address _____
b. Other locations of inventory (warehouse, contractors, etc.) _____

- 8a. Have you been a principal in a previous business _____
b. If you have, name and address of previous business _____

c. What happened to the business _____
d. Did you use a factor or bank to finance this business _____
(Who) _____
9. What is the nature of your present business _____
10. What type of customer do you sell to _____
11. How much is your present annual sales volume _____
 - a) Average size of invoice _____
 - b) Any consignment sales _____
 - c) Your terms of sale to customers _____
 - d) Do any of your customers account for more than 15% of your annual sales?
If so, please list them

PERCENT OF SALES

12. How much is the present net worth of your business _____

- a) Date of last financial statement _____ (Attach)
- b) Name and address of your accountant _____

- c) Have you a personal financial statement _____ (Attach)
- d) If not, will you have an accountant prepare one _____

13. Federal ID # _____
Organizational ID # _____

14. Are your payroll taxes paid up to date? _____

15. Are there any outstanding loans to factors or banks presently outstanding _____
a) If so, to whom and is it collateralized _____

16. Are there any outstanding loans to stockholders, outsiders, or lending institutions _____
a) If so, to whom and is it collateralized _____

17. Name of your bank _____ A/C # _____
Contact Officer _____ Phone _____

18. Names of all Stockholders and percentage of stock they own, along with the names of all officers, if they differ from the stockholders. Please provide Stockholders' Certificate and Minutes of Stockholders' Meeting at which officers were elected.

Pres	:	_____	SS#	_____	% Ownership	_____
V. Pres	:	_____	SS #	_____	% Ownership	_____
Sec.	:	_____	SS #	_____	% Ownership	_____
Treas.	:	_____	SS #	_____	% Ownership	_____
		_____	SS #	_____	% Ownership	_____

Home addresses and telephone numbers of each stockholder and officer

1. _____
2. _____
3. _____
4. _____
5. _____
6. _____

If less than 10 years at present address list previous addresses

19. Are there any present pending tax liens or judgements against any of the stockholders or this corporation _____
a) If so, give details below

20. Name and address of corporation's attorney

21. Trade references (Please list)

Name	Address	Phone	Contact Person
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

22. Enclose Certificate of Incorporation with the State.

The foregoing information is true and correct to the best of my/ our knowledge and is given to Merchant Factors Corp. to induce Merchant to consider entering into a factoring or accounts receivable financing agreement with this corporation. I further authorize Merchant or its agents to verify, investigate any or all of the foregoing statements in any way they may choose. I further give permission to Merchant Factors Corp. to obtain any credit reports from Equifax, TRW or similar agency on anyone listed in this Certification. If any of the statements are found to be untrue, Merchant may apply any advances or fees we have paid thus far as liquidated damages.

AGREED AND CONSENTED TO:

Signature and Title

Signature and Title

Signature and Title

Signature and Title

Signature and Title

Signature and Title

Date : _____