

Instructions

This Certificate and the attached Schedule A must be signed and delivered to the lender by all Borrowers and Borrower Principals. Each individual or entity must complete a separate certificate.

Borrower means the party obligated to repay the indebtedness secured by the Property. The Borrower must, in Freddie Mac's judgment, have sufficient financial, operational and management capacity. Acceptable Borrowers for a Capital Markets Execution Mortgage are

1. Limited partnerships
2. Limited liability companies
3. Corporations
4. Tenants in Common

Freddie Mac requires that each Borrower for a Capital Markets Execution Mortgage be a Single Purpose Entity (SPE).

Borrower Principal means any individual or entity that directly or indirectly controls the Borrower, including

1. Any person or entity signing the guaranty, regardless of equity, interest percent or position within the borrowing entity
2. Any GP of a limited partnership
3. Any managing member of an LLC
4. Any person or entity (limited partner, member or shareholder) with a collective equity interest in the borrower equal to or exceeding 25 percent

Each Borrower and Borrower Principal must certify the accuracy of each item on the Certificate, or note any exceptions either on the Certificate or separate attachment.

Any and all loan defaults, workouts, forbearances, foreclosures or bankruptcy filings must be fully disclosed on Schedule A. If necessary, the person completing the Certificate may attach a separate sheet to more fully explain any item.

Please consult the lender if you have any questions concerning this Certificate.

Name

Property that will secure proposed loan	Street Address	City	County	State	Zip code
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Relationship to loan transaction [check applicable item]

The Borrower

<u>Address</u>	<u>Social Security No./Tax ID No.</u>	<u>Title</u>	<u>Ownership</u>
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Is the borrower a Special Purpose Entity (SPE)? Yes No Is the borrower a Co-op? Yes No

Do the Borrower and SPE Equity Owner have an Independent Director/Manager? Yes No
[Required for each CME Mortgage with an initial principal balance of \$35 million or greater]

Name of Independent Director/Manager, if applicable _____125

Title will be vested in: (name of entity) _____

Title is or will be: Fee Simple Leasehold (attach copy of ground lease)

Borrower(s) will be: Corporation LLC Other State of Incorporation/formation: _____

Partnership: Limited

A Borrower Principal [Describe relationship to Borrower _____ and state name of Borrower _____]

<u>Address</u>	<u>Social Security No./Tax ID No.</u>	<u>Title</u>	<u>Ownership</u>
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Name of lender

1. During the twenty years preceding the date of this Certificate
- a. Have you or any other entity of which you were/are a Principal (as defined herein) been in default or been given relief by the lender under the terms of any mortgage loan, contract for deed or the equivalent?
 Yes No
 (If yes, complete Schedule A, Item 1.)
 - b. Have you or any other entity of which you were/are a Principal (as defined herein) been the subject of bankruptcy or insolvency proceedings?
 Yes No
 (If yes, complete Schedule A, Item 2.)
 - c. Have you been suspended, barred or otherwise restricted by any department or agency of the federal government or any state government from doing business with such department or agency?
 Yes No
 (If yes, complete Schedule A, Item 3.)
 - d. Have you been involved in any default, foreclosure, bankruptcy proceeding or litigation involving Freddie Mac?
 Yes No
 (If yes, complete Schedule A, Item 4.)
 - e. Have you ever been identified, or are you presently identified, on the list of specially designated nationals and blocked persons subject to financial sanctions that is maintained by the U.S. Treasury Department Office of Foreign Assets Control?
 Yes No
 - f. In the last five years, has this property been cited for any violations or investigated by any regulatory agency? Yes No
- Currently:
- g. Have you any outstanding judgments against you? Yes No
 - h. Are you a party in a lawsuit? Yes No
 - i. Pending/existing litigation involving property or borrower? Yes No
 - j. Other secured financing on property or borrower? Yes No
- Attach explanations for "Yes" answers

2. Have you ever been convicted of a felony or are you presently, to your knowledge, the subject of a complaint or indictment charging a felony? (A felony is defined as any offense punishable by imprisonment for a term exceeding one year but does not include any offense classified as a misdemeanor under the laws of a state and punishable by imprisonment of two years or less.)
- Yes No
 (If yes, complete Schedule A, Item 5.)

3. Your estimated net worth \$ _____ as of [date] _____

4. List all contingent liabilities not included in estimate of net worth in item 3, above. (Contingent liabilities include without limitation any pending legal actions in which a judgment could be rendered against you and any unsatisfied judgments, regardless of appeal status.)

Amount \$ _____

Description _____

5. Provide the estimated total amount of your liquid assets (cash or assets that can be readily converted to cash) as of the date of the estimate of net worth provided in item 3, above.

\$ _____

To induce the lender to make the loan requested by Borrower, I hereby certify [check applicable capacity] for myself or on behalf of the undersigned entity that I am a duly authorized representative and that each of the statements made in this Certificate and all information provided on the attached Schedule A is true, complete and correct to the best of my knowledge and belief, and is made in good faith, and I represent that the property will not be used for any illegal or restricted purposes.

Name of Borrower or Borrower Principal	
Authorized signature	Date
Typed name of signer	Title of signer

Schedule A

Attach separate sheets containing the information required:

Item 1 (Question 1a): For each loan, list

- Project name
- Project address
- Number of units and total square footage
- Ownership role and interest in the project
- Type and source of financing and any subsidy
- Any defaults, mortgage relief, or foreclosures of any loan secured by the project

Item 2 (Question 1b): For each bankruptcy or insolvency proceeding, provide

- Date of filing
- Location of case
- Type of case (e.g., Chapter 7, 11, 13)
- Disposition of case and date of disposition (attach copy of discharge)
- Evidence that debts not discharged in the proceeding have been paid
- Explanation of circumstances resulting in the filing of the petition

Item 3 (Question 1c): For each governmental proceeding, provide

- Name of agency or government department
- Date of proceeding
- Description of nature of proceeding
- Resolution of proceeding
- Attach a copy of any final decision or findings

Item 4 (Question 1d): For each Freddie Mac default, foreclosure, bankruptcy proceeding or litigation, provide

- Project name
- Project address
- Freddie Mac loan number
- Name of case, including court and case number
- Ownership role and interest in the project
- Full description/explanation
- Current status (If resolved, describe resolution.)

Item 5 (Question 2): For each felony offense, provide a full explanation of the date and circumstances.