



Department of Commerce

Form 391 Application for Late Filing Pursuant to R.C. 1707.391

File Number

Division of Securities
77 South High Street, 22nd Floor
Columbus, Ohio 43215-6131
Telephone (614) 644-7381

| For Division Use Only. Registrant Must Not fill In. | Date | Checked By | Notation | | |
|--|--------|------------|----------|---------------|---------|
| Filing Fee Received _____ | | | | | |
| Penalty Fee Received _____ | | | | | |
| Record Made _____ | | | | | |
| Accepted for Filing _____ | | | | | |
| Not Eligible For Filing _____ | | | | | |
| Prior Registration | | | | | |
| (Section) | (File) | (Date) | (Amount) | (Description) | (Price) |
| This Registration | | | | | |
| (Section) | (File) | (Date) | (Amount) | (Description) | (Price) |

NOTE: Use this form to apply for retroactive exemption or registration of transactions in securities for which the appropriate filing was not timely or properly made due to excusable neglect. This filing must include (1) a completed copy of the appropriate underlying form for which correction is sought, (2) the notarized statements indicated below, and (3) payment of the applicable underlying filing fee (if not already paid) plus a late filing penalty fee equal to the applicable underlying filing fee.

1. Issuer's full legal name: _____
(Payer's Federal Tax Identification Number)

2. Issuer's principle place of business:

(Number and Street) (Address Line 2)

(City, State, Zip code)

(Website, if applicable) (Phone No.)

3. Correspondence regarding this report should be sent to:

(Name) (Title) (Entity) (Phone No.)

(Number and Street) (Address Line 2)

(City, State, Zip code)

(E-mail)

4. Indicate the underlying type of filing the Issuer is applying to correct:

- Form 3-Q Form 3-W Form 3-Y
 Form 6(A)(1) Form 6(A)(2) Form 6(A)(3) Form 6(A)(4)

5. List each date on which a transaction in securities occurred for which this application for late filing is being made: (If more space is needed, submit additional document(s) and number as Exhibit 5.)

| <u>Date of Sale of Securities</u> | <u>No. of Ohio Purchasers</u> | <u>No. of Units Purchased</u> | <u>Total Dollar Amount Sold</u> |
|-----------------------------------|-------------------------------|-------------------------------|---------------------------------|
| _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ |
| _____ | _____ | _____ | _____ |

6. Attach a notarized statement from the Issuer or Issuer’s counsel using the following language regarding harm to the investors: "No purchaser or offeree of the securities sought to be exempted, qualified or registered pursuant to Section 1707.391 of the Revised Code was prejudiced by the failure to timely or properly exempt, qualify, or register the securities."
7. Attach a notarized statement from the Issuer or Issuer’s counsel stating (a) the reason for failure to timely or properly file, and (b) the number of times during the preceding twelve months that the Issuer or an affiliate of the Issuer has filed a Form 391.

SIGNATURE

The Issuer represents that the foregoing information is true and correct as of the date hereof, and agrees that this report shall be considered a written statement used for one or more of the purposes identified in Section 1707.44(B) of the Ohio Revised Code. The individual signing this report on behalf of the Issuer further represents that he or she is duly authorized by the Issuer to execute and file this report.

Issuer: _____
 (Full Name)

By: _____
 (Signature) (Date)

 (Name) (Official Capacity)

The Division suggests Form 391 be sent certified mail for verification of receipt, or send a duplicate copy of this form **together** with a **self-addressed, stamped** envelope. Make checks payable to the OHIO DIVISION OF SECURITIES, and send to 77 South High Street, 22nd Floor, Columbus, Ohio 43215-6131.