

Guide to Statement of Representations and Inducements

[State all taxes that the Taxpayer has reason to believe may be due to the State of Colorado.]

[State the basis for the determination that the taxes are due.]

[If Taxpayer is not an individual, state:

Nature of the Company's business

[Comprehensively describe the company's business, including what the business sells, the services it provides, the date the company or its predecessor started conducting business, any change of ownership, including change of forms of ownership (i.e., incorporation) and any other business facts that might have a bearing on tax liability]

Nature of the Company's present tax contacts with the State of Colorado [the "State"]

[Describe any taxes that the Company presently files with the State]

[State that the company has, in Exhibit B, checked all the taxes it has reason to believe may be due to the State of Colorado.]

If disclosing a prior Sales/Use Tax Liability-

[Give a year-by-year estimate of the amount of sales/use tax that the Company should have remitted to the State for the last three years. State that the sales/use tax liability for the Company for any previous year is no greater than the tax liability disclosed for any one of the last three years.]

Statement of collection of sales taxes

[State whether the Company has failed to collect any sales taxes that it was obligated to collect or whether the Company has collected the taxes but failed to remit them to the State.]

If disclosing a prior Income Tax Liability-

[Give a year-by-year estimate of the amount of income tax that the Company should have remitted to the State for the last four full corporate fiscal years. State that the income tax liability for the Company for any previous year is no greater than the tax liability disclosed for any one of the last four years.]]

[Explain the reason or the change in circumstances that has caused the Taxpayer to seek this agreement. Has the Taxpayer sought a recent legal opinion which revealed that the Taxpayer is liable for taxes in Colorado?]

[State that the Taxpayer's past determination that taxes were not due to Colorado was not a result of fraud or gross negligence (either by current management or by previous management).]

Statement of tax contacts with the State of Colorado or other States

[Describe any contacts between any State, including the State of Colorado, and the taxpayer within the last three years. Has the Taxpayer been contacted by the State recently with respect to the filing of taxes? Has the Taxpayer recently been contacted by the State with respect to an audit or is the company now under audit? Has the Taxpayer been contacted by any state within the last year regarding the filing of taxes?]

Statement of estimated tax liability

[**Describe** the amount of tax due and the basis for the calculation concluding the amount due. Provide backup paperwork where appropriate.]