

FORM RS-3
NOTIFICATION TO THE ATTORNEY GENERAL OF THE STATE OF NEW YORK OF
ABANDONMENT OF OFFERING

Sponsors wishing to abandon an offering must complete all applicable sections of this Form RS-3, attaching additional sheets as necessary. The Department of Law reserves the right to reject incomplete Forms RS-3. Please note that the Department of Law will process Forms RS-3 only in connection with offerings that have been accepted for filing by the Department of Law. Sponsors of offerings that the Department of Law has not accepted for filing should withdraw their offerings rather than submitting a Form RS-3.

1. File number of offering:

2. Address and name of property giving rise to the offering:

3. Name of sponsor or issuer:

Note: If multiple sponsors or issuers exist for the subject offering, all sponsors or issuers must be listed.

3(a). If sponsor is a successor sponsor or holder of unsold shares, select here: []

4. Current address of sponsor or issuer:

5. Current phone number and email address of sponsor or issuer:

6. State whether the offering was declared effective:

[] Yes [] No

6(a). If yes, select the reason(s) for abandonment:

- [] A defect in title which cannot be cured without litigation or cannot be cured for less than a stated amount which shall not be less than one-half of one percent of the total offering amount.
- [] Substantial damage or destruction of the building by fire or other casualty which cannot be cured for less than a stated amount which shall not be less than one-half of one percent of the total offering amount.
- [] The taking of any material portion of the property by condemnation or eminent domain.
- [] Other (*specify*):

7. State whether a condominium declaration was filed for the offering:

Yes No

7(a). If yes, state the filing date of the condominium's declaration:

7(b). If yes, state whether sponsor has terminated the condominium declaration and provide date of termination:

8. State whether sponsor has submitted to the Department of Law any amendments to the offering that have not yet been accepted for filing:

Yes No

8(a). If yes, state whether sponsor has submitted an amendment to abandon the offering:

Note: If sponsor has received payments under a purchase agreement or contract of sale in connection with the subject offering, the amount of such funds and the manner and time when these funds will be returned to purchasers must be disclosed in an amendment to the offering.

Yes No

9. State whether sponsor has accepted any purchase agreements or contracts of sale in connection with the offering:

Yes No

10. State whether sponsor has accepted any payments (down payments or full investments) under purchase agreements or contracts of sale in connection with the offering:

Yes No

10(a). If yes, attach as an exhibit a list of the purchasers making deposits and the amounts deposited. If attached, select here:

10(b) If yes, state the name and address of the bank in which deposits were held and the account number and title:

10(c). If yes, state whether any of the funds in the account have been used for any purpose other than the return of investor deposits.

Note: If yes, attach as an exhibit a list showing amounts paid, persons to whom payments were made, and purpose of such payments. If attached, select here:

Yes No

11. If sponsor has accepted any payments (down payments or full investments) under purchase agreements or contracts of sale in connection with the offering, at least one principal of each sponsor listed in question #3 of this Form RS-3 must complete the following certification:

Note: Applicable only to condominiums, cooperatives, homeowners associations, and/or timeshares.

I, a principal of the sponsor of this offering, represent that all deposits received in connection with this offering will be returned within five (5) days after the amendment abandoning the offering has been accepted for filing by the Department of Law. The signature of _____ will be required for such release of funds in conformity with the terms of the offering.

SIGNATURE: _____ DATE: _____

BY: _____

Note: Please print name and title of signatory.

12. If issuer has accepted any deposits or other payments in connection with the offering, at least one principal of each issuer listed in question #3 of this Form RS-3 must complete the following certification:

Note: Applicable only to syndications.

I, a principal of the issuer of this offering, represent that all deposits have been returned to investors with interest at _____ percent per annum/without interest (*indicate applicable term*).

Note: If less than the entire amount of deposits received from investors has been returned, attach an explanation. If attached, select here: []

SIGNATURE: _____ DATE: _____

BY: _____

Note: Please print name and title of signatory.

13. Complete the following certification:

Note: At least one principal of each sponsor or issuer listed in question #3 of this Form RS-3 must complete the following certification.

I hereby certify that all the information contained in this Form RS-3 is complete, true, and accurate.

SIGNATURE: _____ DATE: _____

BY: _____

Note: Please print name and title of signatory.