

Name of dealer:

The undersigned, on behalf of the dealer identified above, does hereby certify that such dealer did not engage in “municipal securities business” (as defined in Rule G-37) during the eight full consecutive calendar quarters ending immediately on or prior to the date of this Form G-37x.

The undersigned, on behalf of such dealer, does hereby acknowledge that, notwithstanding the submission of this Form G-37x to the MSRB, such dealer will be required to:

- (1) submit Form G-37 for each calendar quarter unless it has met all of the requirements for an exemption set forth in Rule G-37(e)(ii) for such calendar quarter;
- (2) undertake the recordkeeping obligations set forth in Rule G-8(a)(xvi) at such time as it no longer qualifies for the exemption set forth in Rule G-8(a)(xvi)(K);
- (3) undertake the disclosure obligations set forth in Rule G-37(e), including in particular the disclosure obligations under paragraph (e)(iii) thereof, at such time as it no longer qualifies for the exemption set forth in Rule G-37(e)(ii)(B); and
- (4) submit a new Form G-37x in order to again meet the requirements for the exemption set forth in Rule G-37(e)(ii)(B) in the event that the dealer has engaged in municipal securities business subsequent to the date of this Form G-37x and thereafter wishes to qualify for said exemption.

Signature: _____ **Date:** _____
(must be officer of dealer)

Name: _____ **Phone:** _____

Address: _____

Submit to:

Municipal Securities Rulemaking Board
1300 I Street NW
Suite 1000
Washington, DC 20005-3314