



**INCITE CO-INVESTMENT FUND**

**INVESTOR USE OF PROCEEDS CERTIFICATION**

This Assurance is referenced by Section 3005(e)(7) of the Small Business Jobs Act of 2010.

Legal name of Investor ("Investor"): \_\_\_\_\_

In connection with a proposed co-investment by the Investor in \_\_\_\_\_  
under the INCITE Co-Investment Fund program, the Investor hereby certifies to the Participating State as follows:

1. The investment is not being made in order to place under the protection of the INCITE Co-Investment Fund program prior debt that is not covered under the INCITE Co-Investment Fund program and that is or was owed by the Qualified Business to the Investor or an affiliate of the Investor.
2. The investment is not a refinancing of a loan or investment previously made to the Qualified Business by the Investor or an affiliate of the Investor.

Legal Name: \_\_\_\_\_

By: \_\_\_\_\_

Print: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_