

FORM NPO—Nebraska Portal Operator Registration

Nebraska Department of Banking and Finance

<http://www.ndbf.ne.gov>

Bureau of Securities

1526 K Street, Suite 300

PO Box 95006

Lincoln, NE 68509-5006

402-471-2171

This form is to be used to register as a portal operator pursuant to Neb. Rev. Stat. § 8-1111(24).

1. Provide the following information concerning the entity which is seeking to operate a funding portal:

Legal Name of Portal: _____

Trade Name or D/B/A Designations: _____

Address of Applicant: _____

Telephone: _____

Email: _____

Funding Portal URL: _____

(If the portal operator will be operating more than one funding portal, attach a separate list of funding portals.)

2. Provide the following information concerning the contact person at the portal operator with whom the Department should communicate:

Name: _____

Telephone (If different from above): _____

Email (if different from above): _____

3. Is the portal operator registered as a broker-dealer in Nebraska? Yes No

If yes, provide the portal operator's CRD number: _____

4. In the chart that follows, list the names of the following persons:
 - A. Each officer, director, or other person having the power, directly or indirectly, to direct the management or policies of the portal operator, whether by contract or otherwise; and
 - B. Each person that owns, has the right to vote, or has the power to sell or direct the sale of 20% or more of a class of the portal operator's voting securities.

Name	Title/Position	Percentage of Ownership

5. Attach a copy of the portal operator's articles of incorporation or other formation documents, and an original certificate of good standing issued by the state of incorporation within the previous thirty days.
6. If not incorporated or formed in Nebraska, attach either an original Certificate of Good Standing or Certificate of Foreign Authority issued by the Nebraska Secretary of State dated within the preceding thirty days.
7. If not registered as a broker-dealer in Nebraska, complete Appendix A of this form.
8. If not registered as a broker-dealer in Nebraska, attach a check or money order in the amount of \$200.00 payable to the "Nebraska Department of Banking and Finance." This fee is waived for registered broker-dealers.

I REPRESENT THAT THE CONDITIONS OF NEB. REV. STAT. § 8-1111(24) HAVE BEEN OR WILL BE MET. I FURTHER REPRESENT THAT THE INFORMATION CONTAINED HEREIN IS TRUE AND COMPLETE, TO THE BEST OF MY KNOWLEDGE AND BELIEF.

_____ *Date*

_____ *Signature*

_____ *Printed or Typed Name and Title*

ACKNOWLEDGMENT

State of: _____

County of: _____

On this ____ day of _____, 20____, personally appeared before me
_____ whose identity is personally known to me, or proved
to me on the basis of satisfactory evidence, and acknowledged that he or she signed the foregoing
document on behalf of said business.

(seal)

Notary Public

Appendix A

I hereby certify that _____, an entity seeking registration as a portal operator in Nebraska and not registered as a broker-dealer in Nebraska, shall comply with the following requirements concerning the operation of the funding portal:

1. The portal operator shall not offer or give investment advice or recommendations;
2. The portal operator shall not solicit purchases, sales, or offers to buy the securities offered or displayed on its funding portal;
3. The portal operator shall not compensate employees, agents, or other persons for the solicitation or based on the sale of securities displayed or referenced on its funding portal;
4. The portal operator shall not be compensated based on the amount of securities sold, and shall not hold, manage, possess, or otherwise handle investor funds or securities;
5. The portal operator shall not identify, promote, or otherwise refer to any individual security offered on its funding portal in any advertising conducted by the portal operator;
6. The portal operator shall not operate or facilitate a secondary market in securities;
7. A portal operator shall not invest in any offering conducted pursuant to this Rule;
8. Neither the portal operator, nor any director, executive officer, general partner, managing member, or other person with management authority over the portal operator, has been subject to any conviction, order, judgment, decree, or other action specified in Rule 506(d)(1) adopted under the Securities Act of 1933, 17 C.F.R. 230.506(d)(1), that would disqualify an issuer under Rule 506(d) adopted under the Securities Act of 1933, 17 C.F.R. 230.506(d), from claiming an exemption specified in Rule 506(a) to Rule 506(c) adopted under the Securities Act of 1933, 17 C.F.R. 230.506(a) to 17 C.F.R. 230.506(c), or the portal operator has requested a waiver of this provision from the Director; and
9. Any fee charged to the issuer by the portal operator shall be either a fixed amount for each offering, a variable amount based upon the length of time that the securities are offered on the its funding portal, or a combination of the fixed and variable amount.

Date

Signature

Printed or Typed Name and Title