

**AFFIDAVIT FOR LOST, STOLEN, DESTROYED VOTING TRUST
CERTIFICATE**

State _____
County _____

I, _____, being duly sworn, state: That I reside at
_____.

That I am the _____ and beneficial owner of _____ Shares of Pencor Services, Inc. stock held by the Pencor Services Voting Trust and represented by a certificate described as follows:

Number _____
Date _____
Registered Name _____

That I have not assigned, hypothecated, pledged, or in any other way disposed of either the Voting Trust Certificates or the shares of Pencor Services Inc. stock that the Certificates represent or my rights as a Pencor Services Voting Trust Certificate holder, in whole or in part; That I am entitled to full and exclusive possession of said certificates; That the original above-referenced Certificate has been lost, stolen or destroyed; and That the purpose of preparing this affidavit is to induce Pencor Services, Inc. to issue new certificates to replace those that have been lost.

I hereby agree to surrender to Pencor Services, Inc. the original certificates issued to me should they hereafter come into my possession or control.

I will indemnify, defend and hold Pencor Services, Inc. harmless in the event that a dispute arises regarding the legal and equitable ownership of the above-described certificate.

I accept the replacement certificate in full satisfaction of any claim.

Dated: _____

X _____
Signature

On this the _____ day _____ A. D. _____, before me, a Notary Public, the undersigned officer, personally appeared _____, known to me (or satisfactorily proven) to be _____, and acknowledged that he executed this document for the purposes therein contained.
In Witness Whereof, I hereunto set my hand and official seal.

Notary Public