

IRREVOCABLE UNCONDITIONAL LETTER OF CREDIT

Beneficiary: Alaska Department of Revenue Letter of Credit No.: _____
Tax Division
P.O. Box 110420
Juneau, Alaska 99811 Date: _____

For the account of _____,
_____ (Applicant),

we hereby authorize you to draw on us at sight up to an aggregate amount of (\$_____) _____ Dollars,
and engage with you that all sight drafts drawn under and in compliance with the terms of this letter of credit will be duly honored up to such aggregate amount.

This letter of credit is effective on the date indicated above and is given to secure the Alaska fisheries business tax liabilities of Applicant, including tax, interest, and penalties imposed by law under AS 43.75 for the 20___ tax year as determined by Beneficiary, and all drawings pursuant to the letter of credit shall be credited to such account of Applicant.

The obligation undertaken in this letter of credit is not subject to any condition or qualification except as stated herein, and the obligation is not contingent upon reimbursement by Applicant, nor is the obligation contingent upon demand first being made upon Applicant or an assessment being issued to Applicant. The Issuer of this letter of credit shall have no rights of subrogation from the Applicant to contest a determination of the Beneficiary. However, in the event a final determination is made under Alaska law that establishes an overpayment of the Alaska fisheries business tax liabilities of Applicant for the tax year secured by this letter of credit, the Beneficiary agrees that such overpayment shall be paid to Issuer, without additional interest, to the extent of the aggregate drawings made against this letter of credit not otherwise reimbursed to Issuer by Applicant, upon execution by Issuer of a certification of non-reimbursement and hold harmless agreement.

Drafts drawn under this letter of credit (an acceptable example is attached as Exhibit A) must specify the letter of credit number and be presented not later than close of business on June 30 of the year following the tax year indicated above, or such first immediately succeeding banking

business day if June 30 falls on a Saturday, Sunday, or legal holiday, at the office identified below or the office identified in a transmittal letter with this document. Any sight draft may be presented to us by electronic, reprographic, computerized or automated system but must visibly bear the word “original”. If the document is signed, the signature may consist of (or may appear to us as) an original handwritten signature, a facsimile signature, or any other mechanical or electronic method of authentication.

The Beneficiary, through the Director, Deputy Director, or Chief of Operations, shall submit (1) a certificate with the sight draft certifying that the Alaska fisheries business tax liabilities as determined by the Beneficiary, in whole or in part, for the tax year are due, delinquent and remain unpaid, and (2) a copy of this letter of credit and any subsequent amendments, if any. An acceptable example is attached as Exhibit B.

Payment to Beneficiary shall be made by wire transfer (at no cost to Beneficiary) through the Federal Reserve wire transfer system. Account information required to initiate the wire transfer shall be obtained from Beneficiary at 907-465-2321. Applicant shall give notice of the wire transfer to Beneficiary by facsimile at 907-465-4019 or email at *dor.trs.cashmgmt@alaska.gov* by 2:00 p.m. on the business day prior to the wire transfer.

This letter of credit may not be assigned except with the consent of the Issuer and Beneficiary. The Issuer shall give prompt notice to the Applicant and Beneficiary of any action filed alleging the insolvency or bankruptcy of the Issuer, or alleging any violations of regulatory requirements which are reasonably likely to result in suspension or revocation of the Issuer’s charter or license to do business.

Any dispute arising out of the interpretation and enforcement of this letter of credit shall be resolved under the laws of Alaska in the Superior Court for the State of Alaska located in Juneau, Alaska.

This letter of credit is subject to the Uniform Customs and Practice for Documentary Credits, 1993 Revision, International Chamber of Commerce Publication No. 500, to the extent not inconsistent with the plain language contained in this letter of credit or the provisions of Alaska law.

EXHIBIT A

SIGHT DRAFT

TO

IRREVOCABLE UNCONDITIONAL LETTER OF CREDIT NO. _____

DRAWN ON _____

Date

City, State

Letter of Credit No.

JUNEAU, ALASKA

TO: ISSUER ADDRESS

PAY TO THE ORDER OF: ALASKA DEPARTMENT OF REVENUE

(\$ _____) _____ DOLLARS

**DRAWN UNDER _____ ISSUER _____ IRREVOCABLE UNCONDITIONAL
LETTER OF CREDIT NO. _____ DATED _____.**

**ALASKA DEPARTMENT OF REVENUE
TAX DIVISION
P.O. BOX 110420
JUNEAU, ALASKA 99811**

**BY: _____
AUTHORIZED SIGNATURE**

DATE: _____

EXHIBIT B

CERTIFICATE

to

Irrevocable Unconditional Letter of Credit No. _____

I, _____, a duly authorized representative of the State of Alaska, Department of Revenue, Tax Division, hereby certify that: (1) the drawing in the amount of (\$ _____) _____ Dollars, by sight draft accompanying this certificate, under Irrevocable Unconditional Letter of Credit No. _____ dated _____, issued by you, is permitted under the provisions of the Irrevocable Unconditional Letter of Credit; (2) the Irrevocable Unconditional Letter of Credit has neither expired nor terminated pursuant to its terms; (3) the amount of the sight draft, together with any amounts previously drawn under the Irrevocable Unconditional Letter of Credit, does not exceed the Face Amount of the Irrevocable Unconditional Letter of Credit; (4) the Alaska fisheries business tax liabilities of the Applicant as determined by the Beneficiary, in whole or in part, for the tax year are due, delinquent and remain unpaid; and (5) the State of Alaska Department of Revenue has directed the drawing upon the Irrevocable Unconditional Letter of Credit. Proceeds of this drawing will be utilized as described in the Irrevocable Unconditional Letter of Credit.

**ALASKA DEPARTMENT OF REVENUE
TAX DIVISION
P.O. BOX 110420
JUNEAU, ALASKA 99811**

**DOR
SEAL**

**BY: _____
AUTHORIZED SIGNATURE**

DATE: _____