

## ACCREDITED INVESTOR QUESTIONNAIRE

The information contained herein is presented to assure Alliance Bio-Products, Inc., a Florida corporation (the “Company”), that the undersigned is an Accredited Investor as defined in Rule 501(a) of Regulation D of the Securities Act of 1933, as amended (the “Act”). Accordingly, the undersigned represents and warrants to the Company and its affiliates and advisers that the information contained herein is complete and accurate and may be relied upon by the Company and its affiliates and advisers. The undersigned understands that a false representation may constitute a violation of law, and that any person who suffers damage as a result of a false representation may have a claim against the undersigned for damages.

The undersigned also understands and agrees that, although the Company and its affiliates will use their best efforts to keep the information provided in the answers to this questionnaire strictly confidential, they may present this questionnaire and the information provided in answers to it to such parties as they deem advisable if called upon to establish the availability under any federal or state securities laws of an exemption from registration or if the contents thereof are relevant to any issue in any action, suit or proceeding to which the Company or its affiliates or advisers is a party or by which it or they are or may be bound.

The undersigned acknowledges that this questionnaire does not constitute an offer by the Company or its affiliates to sell securities, but is merely a request for information.

The undersigned hereby represents that he/she/it is an Accredited Investor within the meaning of Rule 501(a) of Regulation D under the Act because he/she/it falls within the category indicated by a check mark below (please check all that apply):

\_\_\_\_\_ A natural person whose individual net worth, or joint net worth with that person’s spouse, on the date hereof exceeds \$1,000,000, excluding the value of the primary residence of such individual<sup>1</sup>.

\_\_\_\_\_ A natural person who had an individual income in excess of \$200,000 in each of the two most recent years or joint income with that person’s spouse in excess of \$300,000 in each of those years and has a reasonable expectation of reaching the same income level in the current year.

\_\_\_\_\_ A director or executive officer of the Company.

<sup>1</sup> In calculating net worth, the value of your primary residence and the amount of indebtedness secured by the primary residence up to its fair market value must be excluded. Indebtedness secured by your primary residence in excess of the value of your primary residence should be considered a liability and deducted from your net worth.

\_\_\_\_\_ A bank as defined in Section 3(a)(2) of the Act or a savings and loan association or other institution as defined in Section 3(a)(5)(A) of the Act, whether acting in its individual or fiduciary capacity.

\_\_\_\_\_ A broker dealer registered pursuant to Section 15 of the Securities Exchange Act of 1934.

\_\_\_\_\_ An insurance company as defined in Section 2(13) of the Act.

\_\_\_\_\_ An investment company registered under the Investment Company Act of 1940.

\_\_\_\_\_ A business development company as defined in Section 2(a)(48) of the Investment Company Act of 1940.

\_\_\_\_\_ A small Business Investment Company licensed by the U.S. Small Business Administration under Section 301(c) or (d) of the Small Business Investment Act of 1958.

\_\_\_\_\_ A plan established and maintained by a state, its political subdivisions, or any agency or instrumentality of a state or its political subdivisions, for the benefit of its employees, with total assets in excess of \$5,000,000.

\_\_\_\_\_ An employee benefit plan within the meaning of the Employee Retirement Income Security Act of 1974, if either (a) the investment decision is made by a plan fiduciary, as defined in Section 3(21) of such Act, which is either a bank, savings and loan association, insurance company, or registered investment adviser, or (b) the employee benefit plan has total assets in excess of \$5,000,000, or (c) if a self-directed plan, the investment decisions are made solely by persons that are accredited investors.

\_\_\_\_\_ A private business development company as defined in Section 202(a)(22) of the Investment Advisers Act of 1940.

\_\_\_\_\_ An organization described in Section 501(c)(3) of the Internal Revenue Code, corporation, Massachusetts or similar business trust, or partnership, not formed for the specific purpose of acquiring the Interests, with total assets in excess of \$5,000,000.

\_\_\_\_\_ A trust, with total assets in excess of \$5,000,000, not formed for the specific purpose of acquiring the Interests, whose purchase of securities is directed by a sophisticated person as described in Rule 506(b)(2)(ii) promulgated under the Act.

\_\_\_\_\_ An entity in which all of the equity owners are accredited investors.

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

\_\_\_\_\_  
Purchaser Signature

Printed Name of Purchaser: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_

Facsimile: \_\_\_\_\_

E-mail: \_\_\_\_\_