[COMPANY NAME]

Ladies and Gentlemen:

This letter agreement is being written to Example Fund I, a series of Roll Up Vehicles, LP ("***Investor***") in connection with Investor's investment in [COMPANY NAME] ("***Company***"). Investor and Company agree as follows as of the date set forth on the signature page hereto:

1. Company agrees to take all necessary actions in order to become a "C" Corporation for United States tax purposes no later than the earlier of (i) immediately prior to the closing of the next equity financing that triggers the conversion of Investor's investment into an equity interest in the company; and (ii) to the extent the investment instrument contains a maturity date, the maturity date. Company shall provide written notice to Investor at least five (5) days prior to becoming a Corporation. The Company's failure to perform the obligations hereunder shall constitute a material default under the terms of Investor's investment into the Company.

[SIGNATURE PAGE FOLLOWS]

Very truly yours,	Agreed and accepted:
[COMPANY NAME]	**Investor Name: Example Fund I, a series of Roll Up Vehicles, LP**
By: ______________________________	By: ______________________________
Name: ___________________________	Name: ___________________________
Title: ____________________________	Title: ____________________________
Dated: ___________________________	Dated: ___________________________