

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Represents common stock that was issued to Alan Gladstone by the Issuer upon the effectiveness of Mr. Gladstone's resignation as a Director of the Issuer, pursuant to the terms of the Separation Agreement ("Separation Agreement"), by and between Alan Gladstone and the Issuer, dated as of January 11, 2021.
- (2) Pursuant to terms of the Separation Agreement, the Issuer issued 500,00 shares of common stock to Mr. Gladstone in consideration of among other things, Mr. Gladstone's resignation as a Director of the Issuer and such parties mutual release of claims.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.