

Certification - Organizational Chart



Certification — Organizational Chart

If you have any questions or issues using this form, please contact the Guide Team at mf_guide_team@freddiemac.com.

Property Name: _____

Property Address: _____

Freddie Mac Loan Number: _____

Seller/Service Name: _____

Certifying Entity:

☐

Borrower

☐

Guarantor not in Borrower's Organizational Structure

☐

Master Tenant

☐

Operator

(A separate Certification must be provided for each Certifying Entity)

To induce Lender to make the loan requested by Borrower, the undersigned certifies the following on behalf of Certifying Entity:

1. All information on the organizational chart ("**Organizational Chart**") provided to Lender and attached to this Certification is complete and correct as of the date of this Certification.
2. Except as approved by Lender and noted on the Organizational Chart, the Organizational Chart correctly reflects each of the following:
 - a. Non-U.S. individuals or entities that have a **10%** or greater direct or indirect aggregate ownership interest ("**Non-U.S. Equity Holders**") in Borrower, any guarantor not in the Borrower's organizational structure, the operator in a Seniors Housing Loan ("**Operator**"), if applicable, or the master tenant in a Shariah compliant loan, loan with a master lease structure or Delaware Statutory Trust ("**Master Tenant**"), if applicable (each a "**Certifying Entity**").
 - b. U.S. individuals or entities that have a **25%** or greater direct or indirect aggregate ownership interest in Certifying Entity.
3. The Organizational Chart reflects all individuals or entities that possess, either directly or indirectly, the power to manage, control or direct Certifying Entity's management or policies ("**Control**"). The ability to exercise Control may be conferred by law, contract, voting, consent or approval rights for the day-to-day management, relationship or otherwise and includes but is not limited to, any of the following:
 - a. Managers, non-member managers, general partners, members of a member managed limited liability company or individuals on a board of managers
 - b. Individuals or entities with the direct or indirect power to elect or to direct a controlling interest of any individual or entity named in subsection (a)
 - c. Trustees of an irrevocable trust
 - d. Any beneficiary of an Illinois land trust that Controls such trust
 - e. Settlor/trustee of a revocable trust
 - f. Agents or nominees of any of the above that may exercise such Control
4. The Organizational Chart reflects all individuals and entities that Control any entity with a pre-approved takeover control right (e.g., buy-sell).
5. Prior to the origination of the loan (or the assumption or transfer of interests if this Certification is submitted in connection with a Transfer of Interest request), if this Certification becomes materially inaccurate or misleading or the Organizational Chart accompanying this Certification ceases to accurately reflect Certifying Entity's ownership or Control, Certifying Entity will promptly notify Lender in writing and provide Lender with a revised Certification and Organizational Chart and, if required or requested by Lender, additional or revised Form 1115, Borrower and Key Borrower Principal Certificate.
6. The undersigned is a duly authorized representative of Certifying Entity, has the knowledge required to make the statements made above and acknowledges that fraud or written material misrepresentation by Certifying Entity or any officer, director, partner, member, or employee of Certifying Entity in connection with the application for the loan, the creation of the loan or any request for consent from Lender will result in recourse to Borrower and Guarantor, if applicable.

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By electronically signing this Form on behalf of my company, I hereby certify and agree that I have confirmed that my company has determined that my Electronic Signature complies with the requirements in Guide Section 2.14, and that my Electronic Signature on this Form shall be as binding, valid and enforceable as my original written signature on a paper original of this Form.

CERTIFYING ENTITY:

_____, a _____

By: _____

Name: _____

Title: _____

Date: _____