EXHIBIT 5

Additions <u>underscored</u>
Deletions [bracketed]

NYSE Listed Company Manual

902.00 Fees for Listed Securities

902.11 Listing Fees for Acquisition Companies

A flat Listing Fee of \$85,000 will be applied at the time a company first lists pursuant to Section 102.06 (Minimum Numerical Standards - Acquisition Companies) as an Acquisition Company ("AC").

The common shares of Acquisition Companies are subject to the annual fees applicable to common shares set forth in Section 902.03 and the warrants issued by Acquisition Companies are subject to the annual fees for short-term warrants to purchase equity securities set forth in Section 902.06. Notwithstanding the foregoing, the annual fees payable by an Acquisition Company for both common shares and warrants are subject to an aggregate annual limit of \$85,000.

Acquisition Companies are not subject to the Initial Application Fee set forth in Section 902.03.
