

**Offer to Purchase for Cash  
Any and All Outstanding Eligible Securities  
from  
Eligible Holders  
at  
Par  
by  
Davenport & Company LLC**

**UNLESS ACCELERATED EARLIER BY A REDEMPTION BY NUVEEN INVESTMENTS LLC AND/OR OTHER ISSUERS AS APPLICABLE THE OFFERS AND WITHDRAWAL RIGHTS EXPIRE AT 5:00 P.M., EASTERN STANDARD TIME, ON DECEMBER 27, 2010.**

Davenport & Company LLC (hereafter the “Firm” or “we” or “us”), on its own behalf, is offering to purchase auction rate securities and auction rate preferred securities held by our clients as of February 12, 2008, the auctions for which are not clearing, which we refer to as the Eligible Securities, upon the terms and subject to the conditions set forth in this offer. To be eligible for this offer, the Eligible Securities must have been purchased by or held in a Firm account as of February 12, 2008. Such clients will be considered to be Eligible Holders.

Our records indicate that you are an Eligible Holder of Eligible Securities.

We are offering to purchase from Eligible Holders all Eligible Securities, in the case of bonds or other debt securities, at their par value, plus accrued interest, if any, or, in the case of preferred stock, at par, plus accumulated dividends, if any, to the payment date.

Each offer to purchase each individual series of Eligible Securities is a separate offer. Each offer is independent and is not conditioned upon any other offer, and each offer may be amended individually.

The Firm will not make any recommendation as to whether the Eligible Holders should tender their Eligible Securities pursuant to any offer. Such Eligible Holders must make their own decisions with regard to tendering their Eligible Securities.

Please review the following “Questions and Answers” and “Risk Factors” documents contained in this communication. You should read this entire document carefully before making a decision whether to tender your securities.

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## Reasons For Offer

Auction rate securities are debt (i.e. bonds) or preferred equity securities whose interest or dividend rates are reset periodically, typically as a result of an auction. The frequency of the periodic auctions varies, with common reset periods being daily, 7 days, 14 days, 28 days, or 35 days, although some reset less frequently. These securities were designed to perform in a similar fashion to and be as liquid as other short-term investments, although some of the securities have long-term maturities or the securities are perpetual in nature and have no maturity date. However, since mid-February 2008, many auctions have failed, with the result that investors have been unable to sell their holdings of those auction rate securities. The persistent failure of the auction markets is unprecedented, and continues to be a stubborn remnant of the historic global market and credit strains that began in late 2007. In light of these extraordinary circumstances, we have determined that it is appropriate to offer to provide you with an opportunity to obtain cash liquidity by selling these securities to us.

Since the first auction failure to the present time, Davenport has offered all its Eligible Holders access to substitute liquidity in the form of non-purpose and/or non-recourse loans.

Concurrent with Davenport's efforts to provide its clients with liquidity, Nuveen Investments LLC, the major issuer of auction rate preferred securities held at Davenport, immediately began to seek ways to refinance the auction rate preferred securities. According to a news release issued on March 12, 2008, officials from Nuveen stated, in part,

*“ ‘We believe that it is in the best interest of our common and preferred shareholders to begin as quickly and prudently as possible to refinance the funds’ ARPS,” said Bill Adams, Executive Vice President, Nuveen Investments. ‘Our primary goal is to reduce the funds’ current relative costs of leverage, bringing those costs more in line with historical norms and providing liquidity for preferred shareholders.’ ”*

True to its word, in April of 2008, Nuveen began to redeem its preferred securities on a schedule that reflected its ability to secure re-financing and regulatory approvals as necessary. As of the date of this offer, Nuveen has finished completely the redemption of all its taxable securities and has begun to re-finance a substantial portion of its municipal shares.

Although Nuveen has made significant progress in unprecedented conditions, and we believe will continue to make progress, there is the potential for a protracted redemption schedule to complete the municipal re-financing. As far as issuers other than Nuveen are concerned, Davenport has no knowledge of plans by these entities to attempt to redeem their instruments.

Accordingly, Davenport has determined that it is appropriate to offer Eligible Holders the opportunity to obtain cash liquidity now by selling these securities to us.

## Questions & Answers

### *Who is offering to purchase my securities?*

Davenport & Company LLC is making this offer to purchase the Eligible Securities at par for cash. Pursuant to this offer, we will purchase Eligible Securities as principal. Each of the offers to purchase each individual series of the Eligible Securities shall be deemed a separate offer.

### *To whom is this offer being made?*

To be eligible for this offer, the Eligible Securities must have been held in a Davenport client account as of February 12, 2008. We refer to this group as the Eligible Holders.

### *Why is the Firm offering to purchase my securities?*

Holder of auction rate securities and auction rate preferred securities have been unable to sell their securities because the auctions for those securities have failed. The persistent incidence of failed auctions since February 12, 2008 has been unprecedented. In light of these abnormal and extraordinary circumstances, we have determined that it is appropriate to offer you an opportunity to obtain liquidity by selling these securities to us.

One factor you should consider in evaluating this offer is whether your personal financial circumstances are such that you may require cash liquidity in the near or foreseeable future because no one can predict if or when the auctions for these securities will return to historical liquidity levels. If you fail to accept this offer before the expiration date, you may be forced to hold these securities for an indefinite period of time and may be unable to sell them to raise cash. (See the discussion below under "Risk Factors.")

### *What securities are you offering to purchase?*

We are offering to purchase all auction rate securities and all auction rate preferred securities that were held in Davenport client accounts by Eligible Holders as of February 12, 2008, the auctions for which are not clearing, upon the terms and subject to the conditions set forth in this offer. We refer to these securities as the Eligible Securities.

The following information should be considered carefully by you:

*Because the majority of Eligible Securities are issued by Nuveen Investments, we offer the following information specific to Nuveen Investments:*

All municipal auction rate preferred securities issued by Nuveen Investments LLC that we sold to Eligible Holders prior to February 12, 2008 are eligible.

Over the last six months from the date of this offer the dividend rate paid on the Nuveen tax-exempt securities has ranged from a low of .35% to a high of .594%, and the average was .468% using a starting date of 5/18/09.

The next dividend paid on the Nuveen securities is not likely to be materially different from the range paid over the last thirty days.

*Applicable to All Eligible Securities:*

Our Compliance Department Hotline has been established to answer any questions you may have. By contacting the Compliance Department, you will be able to obtain (i) identifying information and CUSIP of each Eligible Security, (ii) interest or dividend reset date frequency for each Eligible Security, (iii) the next scheduled interest or dividend reset date for each Eligible Security, (iv) the date(s) we will purchase each Eligible Security and (v) the most recent interest or dividend rate information for such Eligible Security to the extent reliable information is available to us.

The Compliance Department hotline may be reached at:

Telephone Number (804) 697-2944  
Local Fax (804) 549-4944  
Toll Free Telephone Number (800) 947-4928  
Toll Free Fax (866) 932-6566

**If you do not have questions, you do not need to call the hotline. You may simply complete the Acceptance Form and return to us as described below.**

*When will you Purchase my Auction Rate Securities or Auction Rate Preferred Securities?*

Unless accelerated by a redemption by the issuer, we will purchase your auction rate preferred securities and/or auction rate securities, as applicable, not later than ten (10) business days after receiving your Acceptance Form (see below). Your auction rate preferred securities and/or auction rate securities will be purchased on the same day of the week (“Series Day”) that the interests or dividends are reset, as applicable, with respect to a particular Eligible Security in an attempt to avoid having to pro-rate your dividend or interest due, if applicable.

*May I accept this offer for some of my Eligible Securities and not all of them?*

Yes, you may accept this offer for some but not all of your Eligible Securities. The minimum amount of each Eligible Security that you may tender is equal to the applicable minimum denomination for the security, which is one (1) share with a par value of \$25,000 for the Nuveen auction rate preferred securities. Other minimum denominations may apply to auction rate securities.

For a description of certain risks associated with continuing to hold Eligible Securities, see the discussion below under “Risk Factors”

***Are there any conditions to this offer?***

No, there are no conditions to this offer. If the Eligible Securities are validly tendered and not properly withdrawn by Eligible Holders, we will purchase the Eligible Securities. In addition, each offer is independent and is not conditioned upon any other offer.

***What will I receive if I accept this offer?***

If you accept this offer with respect to Eligible Securities that you currently hold, you will receive cash in the amount of the par value plus accumulated dividends or interest, if any, of such Eligible Securities.

***What is the fee to accept this offer?***

We will not charge you any brokerage fees or commissions if you accept this offer.

***When will this offer begin and expire?***

Unless accelerated by a redemption by the issuer, this offer will begin on or before December 15, 2009 and will expire at 5:00 p.m., Eastern Standard Time, on December 27, 2010.

***Am I required to accept this offer?***

No, you are not required to accept this offer; however, your decision not to accept this offer may mean you will not be able to sell your Eligible Securities in the future to raise cash to meet your financial needs.

***Will my acceptance of the offer constitute a waiver of any claims I may have?***

No. Whether you accept or decline our offer, you will not have waived any claims you may have against the Firm, although the specific terms of this offer may not be available to you at a later date.

***What happens if I do not accept this offer?***

If you do not accept this offer before it expires it means you have rejected this offer.

If you reject this offer and you continue to hold your securities, you will continue to be entitled to payments of dividends or interest, if any, on the securities in accordance with their terms. We will have no obligation to purchase your Eligible Securities after this offer expires. If you reject this offer and you sell your securities to a party other than the Firm, you will not receive any amount in connection with this offer.

We expressly reserve the absolute right, in our sole discretion, from time to time to purchase any Eligible Securities that remain outstanding following the termination or expiration of this offer through open market or privately negotiated transactions, one or more additional tender or

exchange offers or otherwise, on terms that may be equal to or less favorable than the terms we are offering pursuant to this offer.

***How do I accept this offer and validly tender my Eligible Securities?***

If you are an Eligible Holder and wish to accept this offer, complete the Acceptance Form that accompanies this document and ensure it is received by us by 5:00 p.m., Eastern Standard Time, on or before December 27, 2010 at the following address or fax number:

Davenport & Company LLC  
Attn: Auction Rate Securities Processing  
901 East Cary Street – Suite 1100  
Richmond, Virginia 23219  
Local Fax (804) 549-4944  
Toll Free Fax (866) 932-6566

If you fax the Acceptance Form, it will be deemed effective upon receipt of the fax by the Firm. **You must also, however, mail or otherwise send the original signed copy of the Acceptance Form to the Firm.**

If your acceptance of this offer is not received in good order by 5:00 p.m., Eastern Standard Time, on December 27, 2010, you will be deemed to have rejected this offer. We reserve the absolute right to reject any or all acceptances of this offer that do not comply with the terms described in this offer to purchase, including for lack of satisfactory proof that the holder meets the definition of an Eligible Holder, or the acceptance of which, in our opinion, would be unlawful. We also reserve the right to waive any defects, irregularities or conditions applicable to particular acceptances of this offer for any or all of your Eligible Securities. Our interpretation of the terms and conditions of this offer will be final and binding.

***If I accept this offer and tender my Eligible Securities when will Davenport accept the tender?***

In order to ensure you receive all amounts due, and to avoid the need for any pro-ration of your dividend or interest, if any, we will accept the tender of your Eligible Securities on the same day of the week (“Series Day”) that the interest or dividends are reset with respect to such Eligible Security. Thus, we will accept all valid tenders for Eligible Securities (that are not otherwise properly withdrawn) that we receive on or prior to 5:00 p.m. Eastern Time on the second business day prior to the next scheduled auction date for such securities, and remit payment on the next business day following the Series Day. If you validly tender your Eligible Securities before 5:00 p.m., Eastern Time, on December 27, 2010 and the next scheduled Series Day will not be until after December 27, 2010, we will accept the tender of such Eligible Securities on December 27, 2010, and process such securities on the Series Day thereafter.

***What if an Eligible Security is redeemed by the Issuer prior to acceptance?***

If the redemption date for any Eligible Security you tender is prior to our acceptance date, we will not accept your Eligible Security. Instead, your Eligible Security will be redeemed by the Issuer at their par value or liquidation preference, plus accumulated dividends or interest, if any, and the proceeds will be deposited directly to your Davenport account.

***When and how will I be paid for my validly tendered Eligible Securities?***

In general, if you validly tender your Eligible Securities and do not properly withdraw them, we will purchase each Eligible Security on the Series Day following the applicable auction date after we have accepted the tender of that Eligible Security. If you validly tender your Eligible Securities before 5:00 p.m., Eastern Time, on December 27, 2010 and the next scheduled Series Day will not be until after December 27, 2010, we will accept the tender of such Eligible Securities on December 27, 2010. In each case, the cash proceeds will be deposited directly into your Davenport account on the next business day following the date of purchase.

***If I accept this offer, will I have any U.S. Federal income tax consequences?***

Please see the discussion under “U.S. Federal Income Tax Considerations” below.

***Can I change my mind after I have accepted this offer?***

Yes, as long as you follow the instructions described in this document. You may withdraw any particular Eligible Security you validly tender prior to the time we accept the tender of your Eligible Securities.

***How do I withdraw tendered Eligible Securities?***

If you are an Eligible Holder and would like to withdraw your tendered Eligible Securities, you must send a written or facsimile transmission notice of withdrawal so that it is received by us prior to the time we accept the tender of your Eligible Securities, at our address or fax number set forth below:

Davenport & Company LLC  
Attn: Auction Rate Securities Processing  
901 East Cary Street – Suite 1100  
Richmond, Virginia 23219  
Local Fax (804) 549-4944  
Toll Free Fax (866) 932-6566

Any such notice of withdrawal must:

- Specify the name of the account holder(s) and applicable account(s) that tendered the Eligible Securities to be withdrawn,
- Contain the description of the Eligible Securities to be withdrawn and the aggregate par value represented by such Eligible Securities, and

- Be signed by the holder of such Eligible Security in the same manner as the original signature on the Acceptance Form by which such Eligible Securities were validly tendered.

If you fax the notice of withdrawal, it will be deemed effective upon receipt of the fax by the Firm. **You must also, however, mail or otherwise send the original signed copy of the notice of withdrawal to the Firm.**

Any Eligible Security properly withdrawn will be deemed to be not validly tendered for purposes of this offer. We will not be under any duty to give notification of any defects or irregularities in any notice of withdrawal, or incur any liability for failure to give any such notification. We reserve the absolute right to reject any or all withdrawals that are not in proper form. We reserve the right to waive any defects, irregularities or conditions applicable to particular withdrawals of this offer for any or all of your Eligible Securities. Our interpretation of the terms and conditions of this offer will be final and binding. Withdrawal of an Eligible Security can be accomplished only in accordance with the foregoing procedures.

***What do I need to do to reject this offer?***

You do not need to do anything to reject this offer. If you do not tender your securities within the prescribed offer period, you will be deemed to have rejected this offer.

***Is this offer the exclusive means by which the Firm will purchase any auction rate preferred securities or auction rate securities?***

Yes, during the offering period. This is the only method contemplated now, and this method will remain in full force and effect until the expiration of the offer. Following termination or expiration of this offer, we expressly reserve the full and absolute right, in our sole discretion, to use another method to purchase any Eligible Securities that remain outstanding or other auction rate securities, including through open market or privately negotiated transactions, one or more additional tender or exchange offers or otherwise. In addition, we may purchase, in our sole discretion, on a case-by-case basis, Eligible Securities or other auction rate securities from Eligible Holders on a different settlement cycle from that described above.

***What will the Firm do with any securities that it purchases in this offer?***

If we purchase any securities pursuant to this offer we intend to hold them on a principal basis, and may offer them for re-sale. The re-sale of securities by us could have an adverse effect on the market value of any securities you elect to retain. We reserve the right to dispose of the securities we purchase in any method we deem proper, including seeking to restructure or redeem the securities. Some or all of these dispositions could have an adverse effect on the market value of the securities you elect to retain. While we do not anticipate the ability to sell these instruments for more than par, it is possible that at some future point the prices or values received by us when we dispose of the securities may be more than that received by Eligible Holders for the same or similar securities in this offer. In addition, the interest rates or dividends we receive on the securities may be less than, equal to or more than those received by Eligible

Holders for the same or similar securities tendered in this offer. We may also earn customary fees in the future in connection with arranging the restructuring, redemption or other disposition of the securities held by us or by our clients.

***How will you contact me if there are any changes to or an extension of this offer?***

If there is a material change to or an extension of this offer we will promptly disseminate the information to all Eligible Holders still holding Eligible Securities. In addition, information will be available by contacting the Compliance Hotline at (804) 697-2944 or Toll Free at (800) 947-4928.

***Who may I talk to if I have questions about this offer?***

If you have any questions about this offer please contact Compliance Hotline at (804) 697-2944 or Toll Free at (800) 947-4928. If you are not able to reach the hotline for any reason, please call our main switchboard for assistance at (800) 846-6666 or (804) 780-2000.

## Risk Factors

*You should carefully consider the risks involved in not accepting this offer.*

If you do not accept this offer, you should be prepared to hold your Eligible Securities for an indeterminate period of time. There can be no assurance of when or if a successful auction will take place, a secondary market will exist or develop, or the issuer will take action to refinance or otherwise redeem the security. If a secondary market does develop, the price received upon a sale of your Eligible Securities may be less than par. In addition, the dividend or interest rate may be lower following the next reset date of your Eligible Securities.

Because certain auction rate preferred securities and auction rate securities are experiencing no or limited liquidity, the prices for any of these securities shown on your monthly account statement may not reflect the prices you would receive in a secondary market transaction. For Auction Rate Preferred Securities, the prices shown on your monthly account statement reflect the par value of your securities. Other auction rate securities may not be priced at par, or may not be priced on your monthly statement due to a variety of factors affecting the availability of information.

*You should carefully consider all factors that may affect the desirability of accepting this offer.*

Whether accepting this offer with respect to the Eligible Securities you continue to hold is desirable may depend on a variety of factors, including:

- The amount of the payment you would receive under this offer;
- The amount of distributions that you can expect to receive on the Eligible Securities if you continue to hold them;
- The potential tax impact of accepting this offer (See “U.S. Federal Income Tax Considerations” below);
- The potential impact of accepting or rejecting this offer on your overall investment portfolio or strategy;
- The rate paid on your auction rate securities or auction rate preferred securities may be higher or lower than the rate paid today on comparable securities;
- The specific terms and credit ratings of the Eligible Securities you own; and
- The transaction costs associated with reinvesting the payment you are entitled to receive in this offer.

To obtain the specific information regarding current dividend or interest rates of the Eligible Securities you own, please call Compliance Hotline Telephone Number at (804) 697-2944 or the Toll Free Telephone Number at (800) 947-4928.

Please note that this information may not reflect the dividend or interest rates you would receive in the future if you continue to own your Eligible Securities. In addition, the dividend or interest rates of the Eligible Securities you own may change during this offer period, and you will not be

permitted to withdraw any Eligible Securities tendered pursuant to this offer after we have accepted the tender of those Eligible Securities.

In deciding whether to accept or reject this offer, you should carefully read this document.

***You may not withdraw your acceptance of this offer after we have accepted the tender of your Eligible Securities.***

If you validly tender your Eligible Securities and, after we have accepted the tender of a particular Eligible Security, you decide that you would prefer to reject this offer, you will not be allowed to withdraw your acceptance for that particular Eligible Security. Your acceptance will be irrevocable once we have accepted the tender of your Eligible Securities.

***The resale of any securities acquired by us pursuant to this offer or otherwise could adversely affect trading in, and prices for, those securities.***

If we purchase any Eligible Securities or other auction rate securities pursuant to this offer or otherwise, we intend to hold them on a principal basis, and may offer them for re-sale. The re-sale of securities by us could have an adverse effect on the market value of any securities you elect to retain. We reserve the right to dispose of the securities we purchase in any method we deem proper, including seeking to restructure or redeem the securities. Some or all of these dispositions could have an adverse effect on the market value of the securities you elect to retain. While we do not anticipate the ability to sell these instruments for more than par, it is possible that at some future point the prices or values received by us when we dispose of the securities may be more than that received by Eligible Holders for the same or similar securities in this offer. In addition, the interest or dividend rates we receive on the securities may be less than, equal to or more than those received by Eligible Holders for the same or similar securities in this offer. We may also earn customary fees in the future in connection with arranging the restructuring, redemption or other disposition of the securities held by us or by our clients.

**THIS OFFER TO PURCHASE CONTAINS IMPORTANT INFORMATION, AND YOU SHOULD CAREFULLY READ IT COMPLETELY BEFORE YOU MAKE A DECISION WITH RESPECT TO THE OFFER.**

*Procedures for Acceptance*

We will accept for payment and pay for all Eligible Securities that are validly tendered and not properly withdrawn in accordance with the procedures set forth below. We reserve the absolute right to reject any or all acceptances of this offer that are not in proper form, including for lack of satisfactory proof that the holder meets the definition of an Eligible Holder, or the acceptance of which, in our opinion, would be unlawful. We also expressly reserve the absolute right, in our sole discretion, from time to time, to purchase any Eligible Securities following termination or expiration of this offer through open market or privately negotiated transactions, one or more additional tender or exchange offers or otherwise, on terms that may be equal to or less favorable than the terms we are offering pursuant to this offer. Any purchase of auction rate securities and/or auction rate preferred securities pursuant to this offer may be made by the Firm.

*Procedure for Tendering Eligible Securities*

You are not legally required to accept this offer. Your right to accept this offer will terminate at 5:00 p.m., Eastern Standard Time, on December 27, 2010. If you elect to reject this offer, you do not need to take any action.

We reserve the right to waive any defects, irregularities or conditions applicable to particular acceptances of this offer for any or all of your Eligible Securities. Our interpretation of the terms and conditions of this offer will be final and binding.

If your Acceptance Form and supporting documentation indicating your acceptance of this offer is not completed in good order and received by 5:00 p.m., Eastern Standard Time, on December 27, 2010, you will be deemed to have rejected this offer.

If you are an Eligible Holder and would like to accept this offer you must complete the Acceptance Form that accompanies this document and ensure it is received by us by 5:00 p.m., Eastern Standard Time, on December 27, 2010 at the following address or fax number:

Davenport & Company LLC  
Attn: Auction Rate Securities Processing  
901 East Cary Street – Suite 1100  
Richmond, Virginia 23219  
Local Fax (804) 549-4944  
Toll Free Fax (866) 932-6566

If you fax the Acceptance Form, it will be deemed effective upon receipt of the fax by the Firm. **You must also, however, mail or otherwise send the original signed copy of the Acceptance Form to the Firm.**

### ***Funding of this offer***

We have the ability to pay all amounts due and will fund this offer from available cash.

### ***U.S. Federal Income Tax Considerations***

This offer is for the tender of Eligible Securities that are municipal auction rate preferred securities and other auction rate securities. If you are a holder subject to tax and you validly tender Eligible Securities and we purchase those Eligible Securities pursuant to this offer, you will generally be treated, for U.S. federal income tax purposes, as disposing of those Eligible Securities in a taxable transaction. The specific U.S. federal income tax consequences of such a taxable disposition will depend on your particular circumstances and the terms of the particular Eligible Securities you sell to us. If you validly tender and we purchase Eligible Securities held through a tax-deferred account such as an IRA, the normal tax rules regarding deferral of taxation with respect to such an account will generally apply to such a tender and purchase by us. In considering whether to accept the offers contained herein, you should consult your own tax advisor with regard to the application of U.S. federal income tax laws to your particular situation, as well as any tax consequences arising under the laws of any state, local or foreign taxing jurisdiction.

Any cash proceeds received by you pursuant to this offer will generally be subject to information reporting and may also be subject to backup withholding if you fail to provide certain identifying information or meet certain other conditions. Amounts withheld under the backup withholding rules are not additional taxes and may be refunded or credited against your U.S. federal income tax liability, provided the required information is furnished to the Internal Revenue Service.

### ***Important Disclosures***

In making your decision whether to accept this offer, you must rely on your own examination of the information contained in this offer, including your own determination of the merits and risks involved in participating in this offer.

This offer is not being made to, nor will tenders be accepted from or on behalf of, holders of Eligible Securities in any jurisdiction in which the making of this offer or acceptance thereof would not be in compliance with the laws of such jurisdiction. We are not aware of any jurisdiction where the making of this offer is prohibited by any statute or any administrative or judicial action. If we become aware of any statute or any administrative or judicial action that prohibits the making of this offer or the acceptance of the Eligible Securities, we will make a good faith effort to comply with that statute or administrative or judicial action. If, after a good faith effort, we cannot comply with the statute or administrative or judicial action, we will not make this offer to, nor will we accept tenders from or on behalf of, the holders of Eligible Securities in that jurisdiction. In any jurisdiction where the securities or other laws require this offer to be made by a licensed broker or dealer, this offer shall be deemed to be made on behalf of the Firm by one or more registered brokers or dealers licensed under the laws of such jurisdiction.

No person, other than an authorized representative of the Firm, has been authorized to give any information or make any representation on behalf of the Firm not contained in this offer and, if given or made, such information or representation must not be relied upon as having been authorized.

This offer and the related documents have not been filed with any U.S. federal, state or foreign securities commission or regulatory authority, nor has any such commission or authority passed upon the accuracy or adequacy of this offer. Any representation to the contrary is unlawful and may be a criminal offense.

You are advised that none of the issuers or guarantors, if any, of the Eligible Securities is involved in making this offer.

### ***Contact Information***

If you have questions or require additional information about this offer, please contact our Compliance Department at (804) 697-2944 or Toll Free at (800) 947-4928.

**CLIENT ACCEPTANCE FORM**  
Relating to the Offer to Purchase for Cash  
Any and All Outstanding Eligible Securities from Eligible Holders  
by  
Davenport & Company LLC

**THE OFFER EXPIRES AT 5:00 P.M., EASTERN STANDARD TIME, ON DECEMBER 27, 2010.**  
**You must use a separate Acceptance Form for every separate account wishing to accept this offer.**

Eligible Holder Name(s): \_\_\_\_\_

Davenport & Company LLC Account Number: \_\_\_\_\_ - \_\_\_\_\_

We must RECEIVE this Acceptance Form by 5:00 p.m., Eastern Standard Time, December 27, 2010, by Hand Delivery, Mail, or Fax. For Overnight, Certified, or Express Mail:

**Davenport & Company LLC**  
**Attn: Auction Rate Securities Processing**  
**901 East Cary Street – Suite 1100 Richmond, Virginia 23219**  
**Local Fax (804) 549-4944 or Toll Free Fax (866) 932-6566**

If you fax the Acceptance Form, it will be deemed effective upon receipt of the fax by the Firm. **You must also, however, mail or otherwise send the original signed copy of the Acceptance Form to the Firm.**

You should direct questions regarding the offer to purchase to the Compliance Department at (804) 697-2944 or toll free at (800) 947-4928.

**Check One Only:**

\_\_\_\_\_ By my/our signature(s) below I/we acknowledge that I/we wish to accept the offer with respect to ALL of my Eligible Securities, as defined in the accompanying offer to purchase dated December 15, 2009 (the "Offer to Purchase").

\_\_\_\_\_ By my/our signature below I/we wish to accept the offer with respect to all of my Eligible Securities, **EXCEPT** those which are detailed below as defined in the accompanying offer to purchase dated December 15, 2009 (the "Offer to Purchase"). Attach extra sheets if needed.

**Name of Eligible Security** **CUSIP Number NOT to be Tendered**

\_\_\_\_\_  
The undersigned hereby acknowledges, represents and warrants to Davenport & Company LLC that it has (a) received and reviewed the accompanying Offer to Purchase, (b) evaluated the offer and made the decision whether to participate therein, based on its own independent appraisal of the matters referred to therein and has not relied on any statement, representation, or warranty, express or implied, by Davenport & Company LLC, and (c) it is an Eligible Holder, as defined in the Offer to Purchase.

\_\_\_\_\_  
Signature of Eligible Holder(s)

\_\_\_\_\_  
Signature of Eligible Holder(s)

Capacity (if required): \_\_\_\_\_ Daytime Telephone Number: ( \_\_\_\_\_ ) \_\_\_\_\_ - \_\_\_\_\_

**OFFICE USE ONLY**

DATE RECEIVED: \_\_\_\_\_ PROCESSED BY: \_\_\_\_\_ SCANNED BY: \_\_\_\_\_ DATE: \_\_\_\_\_