

Attachment 4
Text Comparisons - SBA Form 2413 and Certify

Form 2413		Certify					
No	Question Description	No	Section Heading	No	Subsection Heading	No	Question Description
iv	It is currently certified by the U.S. Small Business Administration as an 8(a) BD Program Participant and the 51% owner is a woman (or women).	1	Prior Certifications	1	8(a)	1	Is the qualifying individual(s) currently certified by the U.S. Small Business Administration as an 8(a) Business Development (BD) Program Participant and does this woman own at least 51% of the business?
i	The concern is certified as a WOSB in accordance with Section 8(m) of the Small Business Act, by an SBA-approved third-party certifier.	1	Prior Certifications	2	Third-Party Certification	1	Is the qualifying individual(s) certified as a WOSB or EDWOSB by an SBA-approved Third-Party Certifier?
iii	Since the date of the firm's receipt of a decision by an SBA-approved third-party certifier affirming its eligibility as a WOSB in accordance with Section 8(m) of the Small Business Act, there have been no changes in circumstance affecting the concern's eligibility.	1	Prior Certifications	2	Third-Party Certification	2	Since receiving an SBA-approved Third-Party Certification, have there been any changes in circumstances affecting the qualifying individual(s) eligibility?
ii	The concern is in receipt of a decision by an SBA-approved third-party certifier, that the concern does not qualify as a WOSB in accordance with Section 8(m) of the Small Business Act.	1	Prior Certifications	2	Third-Party Certification	3	Has an SBA-approved Third-Party Certifier declined WOSB or EDWOSB certification for the qualifying individual(s)?
v	If a corporation, the stock ledger and stock certificates evidence that at least 51% of each class of voting stock outstanding and 51% of the aggregate of all stock outstanding is unconditionally and directly owned by one or more women. In determining unconditional ownership of the concern, any unexercised stock options or similar agreements held by a woman will be disregarded. However, any unexercised stock option or other agreement, including the right to convert non-voting stock or debentures into voting stock, held by any other individual or entity will be treated as having been exercised.	2	Business	1	Corporation & S-Corp	1	Do the corporation's stock ledger and stock certificates show that the qualifying individual(s) own at least 51% of all outstanding stock?
None		2	Business	1	Corporation & S-Corp	2	Does the corporation have more than one class of voting stock?
v	If a corporation, the stock ledger and stock certificates evidence that at least 51% of each class of voting stock outstanding and 51% of the aggregate of all stock outstanding is unconditionally and directly owned by one or more women. In determining unconditional ownership of the concern, any unexercised stock options or similar agreements held by a woman will be disregarded. However, any unexercised stock option or other agreement, including the right to convert non-voting stock or debentures into voting stock, held by any other individual or entity will be treated as having been exercised.	2	Business	1	Corporation & S-Corp	3	Do the corporation's stock ledger and stock certificates show that at least 51% of each class of voting stock is owned by the qualifying individual(s)?

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v	If a corporation, the stock ledger and stock certificates evidence that at least 51% of each class of voting stock outstanding and 51% of the aggregate of all stock outstanding is unconditionally and directly owned by one or more women. In determining unconditional ownership of the concern, any unexercised stock options or similar agreements held by a woman will be disregarded. However, any unexercised stock option or other agreement, including the right to convert non-voting stock or debentures into voting stock, held by any other individual or entity will be treated as having been exercised.	2	Business	1	Corporation & S-Corp	4 Does the corporation have any unexercised stock options or similar agreements?
v	If a corporation, the stock ledger and stock certificates evidence that at least 51% of each class of voting stock outstanding and 51% of the aggregate of all stock outstanding is unconditionally and directly owned by one or more women. In determining unconditional ownership of the concern, any unexercised stock options or similar agreements held by a woman will be disregarded. However, any unexercised stock option or other agreement, including the right to convert non-voting stock or debentures into voting stock, held by any other individual or entity will be treated as having been exercised.	2	Business	1	Corporation & S-Corp	5 Are any unexercised stock options or similar agreements held by the qualifying individual(s)?
v	If a corporation, the stock ledger and stock certificates evidence that at least 51% of each class of voting stock outstanding and 51% of the aggregate of all stock outstanding is unconditionally and directly owned by one or more women. In determining unconditional ownership of the concern, any unexercised stock options or similar agreements held by a woman will be disregarded. However, any unexercised stock option or other agreement, including the right to convert non-voting stock or debentures into voting stock, held by any other individual or entity will be treated as having been exercised.	2	Business	1	Corporation & S-Corp	6 In answering the first and third corporate question did you consider unexercised stock options or similar agreements held by the qualifying individual(s)?
xvii	If a corporation, the articles of incorporation and any amendments, articles of conversion, by-laws and amendments, shareholder meeting minutes showing director elections, shareholder meeting minutes showing officer elections, organizational meeting minutes, all issued stock certificates, stock ledger, buy-sell agreements, stock transfer agreements, voting agreements, and documents relating to stock options, including the right to convert non-voting stock or debentures into voting stock evidence that one or women control the Board of Directors of the concern. Women are considered to control the Board of Directors when either: (1) one or more women own at least 51% of all voting stock of the concern, are on the Board of Directors and have the percentage of voting stock necessary to overcome any super majority voting requirements; or (2) women comprise the majority of voting directors through actual numbers or, where permitted by state law, through weighted voting.	2	Business	1	Corporation & S-Corp	7 Do the Articles of Incorporation and By-laws show that the qualifying individual(s) control the Board of Directors?

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vi	If a partnership, the partnership agreement evidences that at least 51% of each class of partnership interest is unconditionally and directly owned by one or more women.	2	Business	2	Partnership	1	Does the partnership agreement show that at least 51% of each class of partnership interest is unconditionally and directly owned by the qualifying individual(s)?
xviii	If a partnership, the partnership agreement evidences that one or more women serve as general partners, with control over all partnership decisions.	2	Business	2	Partnership	2	Does the partnership agreement show that the qualifying individual(s) serve as general partners, with control over all partnership decisions?
vii	If a limited liability company, the articles of organization and any amendments, and operating agreement and amendments, evidence that at least 51% of each class of member interest is unconditionally and directly owned by one or more women.	2	Business	3	LLC	1	Do the Articles of Organization, Operating Agreements and any amendments show that at least 51% of each class of member interest is unconditionally and directly owned by the qualifying individual(s)?
xix	If a limited liability company, the articles of organization and any amendments, and operating agreement and amendments evidence that one or more women serve as management members, with control over all decisions of the limited liability company.	2	Business	3	LLC	2	Do the Articles of Organization and any amendments or Operating Agreement and any amendments show that the qualifying individual(s) serve as management members, with control over all decisions of the limited liability company?
viii	The birth certificates, naturalization papers, or passports for owners who are women show that the business concern is at least 51% owned and controlled by women who are U.S. citizens.	3	Control through Ownership and Management	1	Citizenship	1	Do the birth certificates, naturalization papers, or passports show the qualifying individual(s) are U.S. citizens?
ix	The ownership by women is not subject to any conditions, executory agreements, voting trusts, or other arrangements that cause or potentially cause ownership benefits to go to another.	3	Control through Ownership and Management	2	Unconditional and Direct Ownership	1	Is the following statement true? The qualifying individual(s) is not subject to any conditions, executory agreements, voting trusts, or other arrangements that cause or potentially cause ownership benefits to go to another person.
x	The 51% ownership by women is not through another business entity (including employee stock ownership plan) that is, in turn, owned and controlled by one or more women.	3	Control through Ownership and Management	2	Unconditional and Direct Ownership	2	Is the qualifying individual's ownership direct; that is the ownership is not held through another business entity or a trust (including employee stock ownership plan) that is, in turn, owned and controlled by the qualifying individual(s)?
xi	The 51% ownership by women is held through a trust, the trust is revocable, and the woman is the grantor, a trustee, and the sole current beneficiary of the trust.	3	Control through Ownership and Management	2	Unconditional and Direct Ownership	3	If the 51% ownership is held through a trust, is the trust revocable, and does it designate the qualifying individual(s) as the grantor, the trustee, and the sole current beneficiary?
xii	The management and daily business operations of the concern are controlled by one or more women. Control means that both the long-term decision making and the day-to-day management and administration of the business operations are conducted by one or more women.	3	Control through Ownership and Management	3	Management	1	Are the management and daily operations of the business controlled by the qualifying individual(s)?

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xiii	A woman holds the highest officer position in the concern and her resume evidences that she has the managerial experience of the extent and complexity needed to run the concern.	3	Control through Ownership and Management	3	Management	2	Does the qualifying individual(s) hold the highest officer position in the business and does she have the managerial experience needed to run the business?
xiv	The woman manager does not have the technical expertise or possess the required license for the business but has ultimate managerial and supervisory control over those who possess the required licenses or technical expertise.	3	Control through Ownership and Management	3	Management	3	Does the qualifying individual(s) have ultimate managerial and supervisory control over those who possess the required licenses or technical expertise for the business? The qualifying individual(s) herself may have the technical expertise or possess the required license for the business.
xv	The woman who holds the highest officer position of the concern manages it on a full-time basis and devotes full-time to the business concern during the normal working hours of business concerns in the same or similar line of business.	3	Control through Ownership and Management	3	Management	4	Does the qualifying individual(s) who holds the highest officer position manage the business on a full-time basis and devote full-time to the business during the normal working hours of similar businesses?
xvi	The woman who holds the highest officer position does not engage in outside employment that prevents her from devoting sufficient time and attention to the daily affairs of the concern to control its management and daily business operations.	3	Control through Ownership and Management			Eliminated	
xx	No males or other entity exercise actual control or have the power to control the concern.	3	Control through Ownership and Management	3	Management	5	Does the qualifying individual(s) fully control the business, that is, no one else has actual control or has the power to control the business?
xii	The management and daily business operations of the concern are controlled by one or more women. Control means that both the long-term decision making and the day-to-day management and administration of the business operations are conducted by one or more women.	3	Control through Ownership and Management	3	Management	6	Is the qualifying individual(s) in control of long-term decision making and day-to-day operations?
xxi	SBA, in connection with an examination or protest, has not issued a decision currently in effect finding that this business concern does not qualify as a WOSB.	3	Control through Ownership and Management	4	SBA Exam	1	Is the following statement true? The qualifying individual(s) has not received a decision from the SBA – in connection to an examination or protest – finding that the business does not qualify as a WOSB or an EDWOSB.
xxii	All required documents verifying eligibility for the WOSB requirement have been submitted to the WOSB Program Repository, including any supplemental documents if there have been changes since the last representation, or will be submitted to the contracting officer if the repository is unavailable and then posted to the WOSB Program Repository within thirty (30) days of the repository becoming available.		Signature Page				All required documents verifying eligibility for the Women-Owned Small Business (WOSB) or Economically Disadvantaged Women-Owned Small Business (EDWOSB) requirements have been submitted to the WOSB Program Repository, including any supplemental documents if there have been changes since the last representation.