

CONSENT OF INDEPENDENT ACCOUNTANTS

TO THE BOARD OF DIRECTORS OF _____ COMPANY:

We hereby consent to the use in the Registration Statement and Prospectus to be used in connection with a public offering of securities, which you are filing with the Texas State Securities Board, of our Opinion dated _____, relating to the Financial Statements of _____, Company, and subsequently included in the Prospectus, constituting a part of the Registration Statement. We also consent to the reference to us in the Prospectus under the heading "EXPERTS."

(Name)

(Address)

(Date)