CONFIDENTIALITY AGREEMENT

Mark Charles Associates, Inc. has an agreement with the Seller which requires us to obtain a Confidentiality Agreement and evidence of financial ability before disclosing the business is for sale and specifics on the business. This information will be kept confidential.

The undersigned acknowledges that all dealings concerning the businesses disclosed by Mark Charles Associates, Inc. will be handled through Mark Charles Associates, Inc. and that all information provided will be held strictly confidential unless said information becomes public knowledge) and will not be disclosed to any outside party except persons directly and necessarily involved in the buy/sell transaction. Further, the undersigned agrees to use the confidential information for evaluating the merit of the company for purchase and not for any other purpose.

In the event the undersigned declines to pursue any acquisition, or the business disclosed is no longer available, any written information shall be promptly returned to Mark Charles Associates, Inc.

That should I/we enter into an agreement to purchase a business, I/we will provide a financial statement and a personal and business history, and I/we authorize the Seller to obtain, through standard reporting agencies, financial and credit information about me/us or the companies I/we represent.

Mark Charles Associates, Inc. makes no representation as to the accuracy of the information provided. Information regarding businesses for sale is provided by the Seller or other sources believed to be reliable.

Mark Charles Associates, Inc. is not an agent for me (the undersigned), but is an agent for the Seller and has a contract providing for a fee to be paid by the Seller upon sale, trade, lease, or transfer of Seller's business or property. I/We agree that should I/we buy, lease, or come into possession or control of the business, or property, I/we will protect MCA's right to their commission. I/We acknowledge MCA to be the agency first providing such information to me/us; on the business or property.

I/We hereby certify that I/we are not employed by any federal or state government agency, including Internal Revenue Service.

I/We acknowledge that I/we have received a copy of this Confidentiality Agreement and have read it carefully and understand it.

Agreed to and Accepted:
(Investor)

Signature Date

Name (Print)

Company

Street Address

City, State, Zip

Home Ph Fax

Phone Cellular

Email address

Agreed to and Accepted:
(Partner / Spouse)

Signature Date

Name (Print)

Company

Street Address

City, State, Zip

Phone Fax

Phone Cellular

Email address

Internal Use Only

Profile Number(s) _____

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Acknowledged:
Mark Charles Associates, Inc.

Date