

CONFIDENTIALITY AGREEMENT



Cornish & Carey Commercial dba Newmark Knight Frank (“Broker”) has prepared confidential offering materials (“Offering Materials”) intended solely for your limited use in determining whether you desire to express any further interest in the acquisition of 2301-2307 Circadian Way, Santa Rosa (the “Property”).

The Offering Materials do not purport to provide a completely accurate summary of the Property or any of the documents related thereto, nor do they purport to be all-inclusive or to contain all of the information which prospective investors may need or desire. All financial projections are based on assumptions relating to the general economy, competition, and other factors beyond the control of the Owner, and therefore, are subject to material variation. The Offering Materials do not constitute an indication that there has been no change in the business or affairs of the Property or the Owner since the date of preparation of the Offering Materials. Additional information and an opportunity to inspect the Property will be made available to interested and qualified prospective buyers.

Neither the Owner, nor Broker, nor any of their respective officers, agents or principals has made or will make any representations or warranties, express or implied, as to the accuracy or completeness of the Offering Materials or any of their contents, and no legal commitment or obligation shall arise by reason of the Offering Materials or their contents. Analysis and verification of the information contained in the Offering Materials is solely the responsibility of the prospective buyer.

The Owner and Broker expressly reserve the right, at their sole discretion, to reject any or all expressions of interest or offers to purchase the Property and/or terminate discussions with any entity at any time with or without notice. The Owner shall have no legal commitment or obligations to any entity reviewing the Offering Materials or making an offer to purchase the property unless and until such sale of the Property is approved by the necessary officers and committees of Owner, a written agreement for the purchase of the Property has been fully executed, delivered, and approved by Owner and its legal counsel and any conditions to the Owner’s obligations thereunder have been satisfied or waived.

The Offering Materials and their contents, except such information which is a matter of public record or is provided in sources available to the public (such contents as so limited herein call the “Contents”), are of a confidential nature. By accepting the Offering Materials, you agree that you will hold and treat the Offering Materials and the Contents in the strictest confidence, that you will not photocopy or duplicate the Offering Materials or any part thereof, that you will not disclose the Offering Materials or any of the Contents to any other entity (except for outside advisors retained by you if necessary, in your opinion, to assist in your determination of whether or not to make a proposal and only following such advisor’s execution of this Confidentiality Agreement) without the prior written authorization of the Owner or Broker, and that you will not use the Offering Materials or any of the Contents in any fashion or matter detrimental to the interest of the Owner or Broker.

If you have no interest in purchasing the Property at this time, kindly return the Offering Materials to Cornish & Carey Commercial dba Newmark Knight Frank, 2455 Bennett Valley Road, Suite C200, Santa Rosa, CA 95404 at your earliest convenience.

By: _____

Company: _____

Print Name: _____

Date: _____

**Newmark
Knight Frank**