



CO-BROKER PROSPECTIVE PURCHASER CONFIDENTIALITY AGREEMENT 17891 Cartwright Road, Irvine, California

This Confidential Offering Memorandum (this "Memorandum") is being delivered subject to the terms of the Confidentiality Agreement signed by you (the "Confidentiality Agreement") and constitutes part of the Evaluation Material as defined within the Confidentiality Agreement. It is being given to you for the sole purpose of evaluating the possible acquisition of **17891 Cartwright Road, Irvine, California** (the "Property"), and is not to be used for any other purpose or made available to any other party without the prior written consent of Owner or Voit Real Estate Services / Lee & Associates / Lee & Associates ("Broker").

This Memorandum was prepared by the Broker based on information supplied by the Owner and the Broker. It contains selected information about the Property and the real estate market but does not contain all the information necessary to evaluate the acquisition of the Property. The financial projections contained herein (or in any other Evaluation Material, including any computer cd's) are for general reference only. They are based on assumptions relating to the general economy and local competition, among other factors. Accordingly, actual results may vary materially from such projections. Various documents have been summarized herein to facilitate your review; these summaries are not intended to be a comprehensive statement of the terms or a legal analysis of such documents.

While the information contained in this Memorandum and any other Evaluation Material is believed to be reliable, neither Broker nor Owner guarantees its accuracy or completeness. Because of the foregoing and since the Property will be sold on as "As Is, Where Is" basis, a prospective purchaser must make its own independent investigations, projections and conclusions regarding the acquisition of the Property without reliance on this Memorandum or any other Evaluation Material. Although additional Evaluation Material, which may include engineering, environmental or other reports, may be provided to qualified parties as marketing proceeds, prospective purchasers should seek advice from their own attorneys, accountants, and engineering and environmental experts.

Owner expressly reserves the right, at its sole discretion, to reject any offer to purchase the Property or to terminate any negotiations with any party at any time with or without written notice. Owner shall have no legal commitment or obligations to any prospective purchaser unless and until a written sale agreement has been fully executed, delivered and approved by Owner and any conditions to Owner's obligations therein have been satisfied or waived.

Owner has retained Broker, Voit Real Estate Services / Lee & Associates as its exclusive broker and will be responsible for any commission due to Broker in connection with a sale of the Property pursuant to separate agreement. **There shall be a one percent (1.0%) fee paid to any other broker.** Broker is not authorized to make any representation or agreement on behalf of Owner. Each prospective purchaser will be responsible for any claims for commissions by any other broker in connection with a sale of the Property as such claims arise from acts of such prospective purchaser or its broker, and any prospective purchaser will be responsible for any commission or fees to any of its brokers, agents, consultants or other.

This Memorandum is the property of Owner and Broker and may be used only by parties approved by Owner and Broker. No portion of this Memorandum may be copied or otherwise reproduced or disclosed to anyone except as permitted under the Confidentiality Agreement.

Executed to be effective as to each of the undersigned as of the date affixed to each respective signature below:

Prospective
Purchaser: _____

Co-Broker: _____

By: _____

Name: _____

Title: _____

Address: _____

Phone: _____

Email: _____

Date: _____