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### CONFIDENTIALITY AGREEMENT

**CHAPMAN ASSOCIATES** ("Chapman") agrees to keep confidential all verbal and written information ("Information") that is given or disclosed concerning \_\_\_\_\_  
\_\_\_\_\_(the "Company").

Chapman agrees not to use or permit the use of any such Information in a manner or for a purpose detrimental to the Company or otherwise than for our evaluation of the Company. Chapman agrees that it will not disclose the name of the Company or any such Information to any person other than responsible officers or authorized representatives of Chapman unless approved by the Company.

Upon the Company's approval, Chapman will disclose such Information to the extent necessary for prospective purchaser to evaluate an acquisition. These prospective purchasers will be informed of the confidential nature of such Information, and shall be directed to treat the Information confidentially and shall sign and deliver to Chapman Associates, if so requested, an agreement acknowledging the confidentiality of the Information. Chapman cannot represent the credit-worthiness of a buyer prospect.

Upon the Company's request, Chapman agrees to either destroy or return promptly to Company all original and duplicate copies of such Information, except that Chapman may retain one copy of all such information in its records to comply with its obligations under law.

The Company and its owners warrant that all Information provided to Chapman and its Associates concerning the Company is true and complete to the best of their knowledge. The Company and its Owners agree to keep confidential the interest of buyer prospects and not to disclose their identities to third parties. The Company and its Owners agree to work through Chapman Associates with buyer prospects introduced by Chapman. The Company and its Owners agree to indemnify and hold Chapman harmless for any claim, loss or damages, including attorney's fees and cost of litigation arising from any incorrect Information provided Chapman or from any material not disclosed by Company.

Recommended By: Mark Lee Mroczkowski

Agreed: CHAPMAN ASSOCIATES  
GENERAL BUSINESS, INC.

Agreed: Company

Title

Title

Date

Date