

Confidentiality Agreement

Between

BROKER

Hawkeye Business Brokers

BUYER

Regarding the **COMPANY**:

Date:

Because BROKER agrees to furnish to BUYER certain confidential information relating to the affairs of the COMPANY for purposes of familiarizing BUYER with certain aspects of the COMPANY and for good and valuable consideration, the receipt of which is hereby acknowledged by both parties, and

Because, BUYER agrees to review, examine, inspect or obtain such information only for the purpose of making an evaluation of the COMPANY and to otherwise hold such information confidential pursuant to the terms of this agreement,

Therefore, BROKER and BUYER agree that BROKER shall furnish to BUYER certain confidential information or trade secrets regarding the COMPANY in trust and confidence and BUYER agrees that such information shall be used only for the explicit purpose of deciding whether or not to make further investigation with respect to the purchase of the COMPANY and BUYER agrees that such information shall not be used for any other purpose or disclosed to any third party for any other purpose.

BUYER further agrees that:

1. No copies will be made or retained of any written information supplied.
2. At the conclusion of discussions, or upon demand by BROKER, all information including written notes, photos, memoranda, financial information or any other information provided hereunder shall be returned immediately.
3. Information provided shall not be disclosed to anyone who has not executed a Confidentiality Agreement with BROKER.
4. It is understood that BUYER shall have no obligation with respect to any information known by BUYER prior to the date of this agreement or which becomes public knowledge thereafter.
5. BUYER will not solicit for employment any employees of the COMPANY for a period of eighteen months from the date of this Agreement.
6. BUYER will submit any and all offers and counteroffers, to purchase COMPANY, only to BROKER, as the authorized representative of the COMPANY.

BUYER further acknowledges that the information to be provided hereunder is furnished by the management of the COMPANY and that BUYER will conduct BUYER'S own due diligence search with respect to the completeness and accuracy of all information.

ACCEPTED AND AGREED

BROKER Representative

BUYER