



REAL ESTATE & DEVELOPMENT

Attn: Vicki Funseth
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Madison, WI 53719
608-709-5555 x25

Please submit to
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Confidentiality Agreement and Disclaimer Statement

Madison Commercial Real Estate LLC (MCRE) is representing an Owner in the potential sale of said property. Broker may share information pertaining to the business and financial operations from confidential property (Owner), of the property at Confidential Address, Madison, WI upon execution of said CA (Property). This highly confidential information does not purport to be all-inclusive or to contain all the information that may be required by a prospective purchaser. Neither the Owner, MCRE, nor Owner's or MCRE respective officers, employees, or agents make any representation or warranty, express or implied, as to the accuracy or completeness of this Offering Memorandum or any of its contents, any information as defined below or the condition of the Property, and no legal liability is assumed or shall be implied with respect thereto. You will only be able to rely upon those representations and warranties contained in any final agreement entered into between you and Owner relating to the purchase and sale of the Property.

By acknowledging and accepting the receipt of this information, you hereby agree:

- 1) All information supplied to you, in any manner, by Owner and/or MCRE (collectively the "information") is confidential.
- 2) You and your shareholders, members, directors, officers, employees, agents and representatives (collectively "Purchaser") will keep the information confidential and will not disclose or otherwise divulge or permit anyone else to disclose or otherwise divulge any of the information in any manner to any other individual, entity or party. Notwithstanding the foregoing, Purchaser may disclose such information to Purchaser's shareholders, members, directors, officers, employees, agents and representatives who need to know such information in connection with the possible acquisition of the Property, provided that such shareholders, members, directors, officers, employees, agents and representatives agree to maintain the confidentiality of the Information in accordance with this Agreement.
- 3) Purchaser will not use the Information for any purpose other than to evaluate Purchaser's potential acquisition of the Property.
- 4) Purchaser shall not copy or otherwise duplicate any of the Information and agrees to return upon demand of Owner or MCRE all Information and destroy any extracts, analyses, summaries, or other documents prepared from or based upon the Information.
- 5) You and your agents are not entering into a co-broke agreement with MCRE.
- 6) Confidential Information does not include information, data or know-how that: (a) becomes part of the public domain prior to or after the time of disclosure, through no improper action of Purchaser; (b) was in the possession of Purchaser at the time of disclosure; (c) is received by Purchaser from a third party, provided that such Confidential Information was not obtained by such third party, directly or indirectly, from Owner; (d) is developed independently by Purchaser without the benefit of any Confidential Information disclosed by Owner hereunder; (e) is not treated as confidential by Owner; or (f) is approved for release by Owner, in its sole discretion, in writing and in advance.

The Owner and MCRE, reserve the right, at their sole and absolute discretion, to reject any and all expressions of interest or offers to purchase the Property and to terminate discussions with any entity or person reviewing this Offering Memorandum or Information making an offer to the purchase the Property until a written agreement for the purchase of the Property has been fully executed.

If you do not wish to pursue negotiations leading to the potential acquisition of this Property, or if in the future you discontinue such negotiations, you agree to keep this information confidential.

Signature: _____

Date: _____

Print Name _____

Company _____

Phone Number _____

Address _____