



1501 E. Chapman Ave. Orange, Ca. 92866

NON-DISCLOSURE AND NON-CIRCUMVENTION AGREEMENT

NON-DISCLOSURE OF INFORMATION:

The undersigned Buyers' acknowledge that they are principle(s) Buyer(s) in this transaction and that the Seller of the subject business desires to maintain the confidentiality of the information disclosed. Buyer agrees not to disclose or permit access to any Confidential Information (including but not limited to the subject business being on the market, "For Sale"), without the written consent of the Seller to anyone other than buyer's legal advisors, financial advisors and lenders. Disclosures shall be made to these parties only in connection with potential acquisition of the subject business. Buyer shall be responsible for damages caused to the Seller for any breach of this agreement by Buyer or Buyer's advisors. Should the Buyer decide not to purchase the business, Buyer agrees to return all due diligence materials which they have received to Broker in a timely manner.

NON-CIRCUMVENTION AGREEMENT:

Buyer understands that UBI Business Brokers (Broker) has a listing agreement or an authorization to sell with the Seller which provides for payment of a commission to Broker for the sale of the subject business. Buyer agrees that they will not talk to management, employees, customers or landlord without approval of Broker or their agents'. Buyer agrees that should Buyer purchase, lease or otherwise come into possession of any of the assets of the subject business within two (2) years from the date hereof, that Buyer will protect UBI Business Brokers' right to a commission. Buyer understands that if Buyer interferes or circumvents in any way with the Broker's right to a commission from the Seller, that the Buyer will be personally liable for the payment of that commission. It is agreed that if the Buyer(s) make the purchase through UBI Business Brokers, Buyer is NOT liable for the commission. Buyer acknowledges that UBI Business Brokers represents them in this transaction.

BUYERS' COMPLETE ALL THE INFORMATION BELOW

Buyer 1- Name: _____ . Signature: _____ . Email: _____
 Buyer 1- Address: _____ . Phone #: _____ . Date: _____
 Buyer 2- Name: _____ . Signature: _____ . Email: _____
 Buyer 2- Address: _____ . Phone #: _____ . Date: _____
 Buyer 3- Name: _____ . Signature: _____ . Email: _____
 Buyer 3- Address: _____ . Phone #: _____ . Date: _____

Below to be completed by UBI Business Brokers

Listing 1 # _____ Business name & address: _____
 Listing 2 # _____ Business name & address: _____
 Listing 3 # _____ Business name & address: _____
 Listing 4 # _____ Business name & address: _____

Authorized By: _____ . Date: _____