



Phoenix9 Realty Inc.

A REAL ESTATE BROKERAGE FIRM

Commercial, Industrial and Residential

3167 Linden Rd., Suite 306 - Rocky River, OH - 44116 - Phone 440.655.5472 - rusett999@gmail.com

CONFIDENTIALITY AGREEMENT

Property/Business: 28-Unit Multifamily Investment Property — Wickliffe, OH

The undersigned prospective purchaser(s) acknowledge(s) receipt of confidential information regarding the above-referenced property and/or business opportunity. In consideration of Phoenix9 Realty, Inc. ("Broker") providing such confidential information, including but not limited to financial information and tax returns, the undersigned, as prospective purchaser(s) and/or agent(s) for prospective purchaser(s), agree(s) not to divulge such information to anyone, with the exception of the undersigned's accountant and attorney.

The undersigned will inform his/her accountant and attorney of the confidential nature of the information and direct them to treat it confidentially and not to use it for any purpose other than evaluation of the property and/or business. The undersigned shall be responsible and liable for any improper use of said information.

The undersigned further agrees to conduct all further inquiries regarding the above property and/or business exclusively through PHOENIX9 REALTY, INC. and its agent(s), and agrees not to contact or discuss the property or business with the owner and/or employees without PHOENIX9 REALTY, INC.'s prior consent.

Representation of Agency Status

The undersigned prospective purchaser represents and warrants that, as of the date of this Agreement, he/she IS / IS NOT (select below) represented by a real estate broker or agent in connection with the above-referenced property. If represented, the name of such broker/agent and brokerage firm must be disclosed below under "Buyer's Agent." The undersigned acknowledges that this representation is being relied upon by PHOENIX9 REALTY, INC. and by the Seller in proceeding with this transaction.

If the undersigned fails to disclose an existing agency relationship at the time of signing this Agreement, any broker or agent later claiming to represent the undersigned shall have no claim to commission, procuring-cause status, or compensation of any kind from the Seller or from PHOENIX9 REALTY, INC. arising out of this transaction. The undersigned shall indemnify and hold harmless the Seller and PHOENIX9 REALTY, INC. from any commission claim, cost, or attorney's fee arising from an agency relationship not disclosed as required herein.

This Agreement shall be binding upon the undersigned's heirs and assigns, and upon any broker or agent acting on the undersigned's behalf, whether or not such broker or agent has signed below.

Procuring Cause / Agent Registration Requirement

No real estate broker or agent, other than PHOENIX9 REALTY, INC. and its agents, shall be recognized as the procuring cause of any sale or lease of the above-referenced property unless that broker or agent has registered the prospective purchaser in writing with PHOENIX9 REALTY, INC. prior to any showing, disclosure of confidential information, or introduction of the prospective purchaser to the property, owner, or Seller.

Such written registration must identify the broker/agent, the brokerage firm, and the prospective purchaser by name, and must be delivered to PHOENIX9 REALTY, INC. before any contact between the prospective purchaser and the property or Seller occurs. A broker or agent who fails to register a prospective purchaser in accordance with this Section waives any claim to commission, procuring-cause status, or compensation from the Seller, regardless of any subsequent role in the transaction.

This Section is intended to supplement, and not replace, any separate listing agreement between PHOENIX9 REALTY, INC. and the Seller, which shall control as to the definition of procuring cause and the terms of commission entitlement as between Seller and PHOENIX9 REALTY, INC.

Signatures

Prospective Buyer

Signature

Name (Print)

Phone Number

Address

E-Mail Address

Buyer's Agent (if any)

Signature

Name (Print)

Brokerage Firm

Phone Number

E-Mail Address

Agency status (select one):

IS represented by a broker or agent

IS NOT represented by a broker or agent

as of the date below.

Date