



CONFIDENTIALITY AGREEMENT

PROPERTY

Phoenix Plaza Commercial Center & Parking
409 Eighth Street – Oakland, CA 94607

_____ (the "Potential Purchaser") and **Handsome Properties, Inc.** (the "Owner") are exchanging certain confidential business and financial records and other information (the "Informational Materials") relative to the offering for sale of **409 Eighth Street, Oakland CA 94607** (the "Property"). The parties recognize and acknowledge the confidential nature of such Informational Materials and enter into this agreement to protect against the dissemination of such Informational Materials to third parties.

1. The Potential Purchaser and the Owner acknowledge and agree that the Informational Materials exchanged are confidential and proprietary.
2. The Informational Materials shall be disclosed to and discussed with only the principals, partners, employees, agents, legal counsel and lenders of the Potential Purchaser and the Owner who need to review, analyze and/or interpret the Informational Materials in connection with the possible purchase and sale of the Property, and who will be advised of this Confidentiality Agreement. Any and all Informational Materials will be held and treated in the strictest of confidence, and will not be directly or indirectly disclosed by the receiving party to any other person, firm or entity without the prior written authorization of the submitting party.
3. The Informational Materials shall not be reproduced, photocopied, or otherwise duplicated, in whole or in part by the receiving party without the prior written consent of the submitting party.
4. The Potential Purchaser acknowledges that the Property has been offered for sale subject to withdrawal from the market, change in offering price, prior sale, or rejection of any offer because of the terms thereof, or for any other reason whatsoever, without notice.
5. The Informational Materials, and any copies thereof, shall be returned to the submitting party within three business days of receipt of written notification to return such Informational Materials.

ACKNOWLEDGED, AGREED TO AND ACCEPTED BY:

Potential Purchaser

BY: _____
NAME: _____
TITLE: _____
DATE: _____