

## **Confidentiality and Registration Agreement**

**CBRE, Inc.**

**Ryan Watts, Harrison Wagenseil, Thomas Williams and Tom Holtz**

Property:

**707 SECOND AVENUE S**

CBRE, Inc. ("CBRE") has been retained as exclusive advisor for the sale of **707 Second Avenue S, Minneapolis, MN 55402** ("Property").

The Investment Offering Memorandum has been prepared by CBRE for use by a limited number of parties, and does not purport to provide a necessarily accurate summary of the Property or any of the documents related thereto, nor does it purport to be all-inclusive or to contain all of the information which prospective investors may need or desire. All projections have been developed by Seller, CBRE, and designated sources, and are based upon assumptions relating to the general economy, competition and other factors beyond the control of Seller, and therefore are subject to variation. No representation is made by Seller or CBRE as to the accuracy or completeness of the information contained herein, and nothing contained herein is, or shall be relied on as, a promise or representation as to the future performance of the Property. Although the information contained herein is believed to be correct, Seller, CBRE and its employees, disclaim any responsibility for inaccuracies, and expect prospective purchasers to exercise independent due diligence in verifying all such information. Further, CBRE, Seller and its employees, disclaim any and all liability for representations and warranties, expressed and implied, contained in, or for omission from, the Investment Offering Memorandum, or any other written or oral communication transmitted or made available to the recipient. The Investment Offering Memorandum does not constitute a representation that the business or affairs of the Property or Seller since the date of preparation of the Investment Offering Memorandum have remained the same. Analysis and verification of the information contained in the Investment Offering Memorandum is solely the responsibility of the prospective purchaser.

Seller and CBRE each expressly reserve the right, at their sole discretion, to reject any or all expressions of interest or offers regarding the Property, and/or terminate discussions with any entity at any time with or without notice. Seller shall have no legal commitment or obligations to any entity reviewing the Investment Offering Memorandum, or making an offer to purchase the Property, unless and until such offer is approved by Seller, a written agreement for the purchase of the Property has been fully executed, delivered and approved by Seller and its legal counsel, and any conditions to Seller's obligations thereunder have been satisfied or waived.

This Investment Offering Memorandum and the contents, except such information, which is a matter of public record or is provided in sources available to the public, are of a confidential nature. By accepting the Investment Offering Memorandum, you agree that you will hold and treat it in the strictest confidence, that you will not photocopy or duplicate it, that you will not disclose the Investment Offering Memorandum or any of the contents to any other entity (except to outside advisors retained by you if necessary, for your determination of whether or not to make a proposal and from whom you have obtained an agreement of confidentiality) without the

prior written authorization of Seller or CBRE, and that you will not use the Investment Offering Memorandum or any of the contents in any fashion or manner detrimental to the interest of Seller or CBRE. Upon request by Seller or CBRE, Broker and Principal agree to return to CBRE all Information furnished to them, without retaining copies of all or any part thereof.

**Complete form below and return to CBRE, [mcapitalmarkets@cbre.com](mailto:mcapitalmarkets@cbre.com).**

**Registered Potential Purchaser:**

Hereby agreed and accepted, the undersigned:

Date: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Company: \_\_\_\_\_

Address: \_\_\_\_\_

City, State, Zip: \_\_\_\_\_

Phone: \_\_\_\_\_

Email: \_\_\_\_\_

Signature: \_\_\_\_\_

**707 SECOND AVENUE S**