

CONFIDENTIALITY AGREEMENT

FOR THE REVIEW OF INFORMATION ON:

107 Mt Carmel Rd, Parkton, MD 21120 – Village Plaza Shopping Center

THIS CONFIDENTIALITY AGREEMENT FOR THE REVIEW OF INFORMATION ("the Agreement") is made for the benefit of VILLAGE PLAZA, LLC (the "Seller") and agreed to by the person or entity designated as the Reviewer by signature below (the "Reviewer").

Preamble

In connection with the sale of 107 Mt Carmel Rd, Parkton, MD 21120 ("the Property"), the Seller will permit the Reviewer to inspect documents, files and other information relating to the Property. The Confidential Offering Package contains selected information pertaining to economic, commercial, marketing and financial information that is confidential and/or proprietary in nature. Therefore, the Seller is requiring the Reviewer to execute and deliver this Agreement as a condition of its review and inspection of the Confidential Offering Package.

In consideration of being granted the opportunity to review and inspect the Confidential Offering Package, the Reviewer agrees as follows:

Agreement

Section 1. Purpose. The Reviewer agrees that its review and inspection of the Confidential Offering Package shall be solely to conduct due diligence, on its own behalf, to determine whether to submit an offer to purchase the Property.

Section 2. Non-Disclosures and Use of Confidential Information.

(a) The Reviewer agrees that, except as set forth below, the Confidential Offering Package shall be used by the Reviewer solely for the purpose stated in Section 1 hereof. The Reviewer understands that no photocopying or other form of reproduction of the Confidential Offering Package will be permitted. The Reviewer further agrees not to disclose any of the Confidential Offering Package to any third party other than to (i) its employees, officers, and directors (including those of its affiliates) and to (ii) its agents and representatives, including attorneys, accountants, and financial advisors (collectively the "Representatives"), who (A) have a need to know this Confidential information and (B) agree to be bound by the terms of this Agreement.

(b) The term "Confidential Offering Package" shall not include information which (i) is or becomes generally available to the public other than as a result of a disclosure by the Reviewer or any of its Representatives; or (ii) is required to be disclosed by law or by regulatory or judicial process.

(c) In the event the Reviewer, or its Representatives, fails in any respect to comply with its obligations under this Agreement, the Reviewer shall be liable to the Seller for breach of this Agreement.

Section 3. Limited Access. The Reviewer shall inform each of its Representatives who receives the Confidential Offering Package of the requirements of this Agreement and shall require each such Representative to comply with such requirements.

Section 4. Entire Agreement. This Agreement represents the entire Agreement between the Reviewer and the Seller relating to the Confidential Offering Package heretofore or hereafter reviewed or inspected by the Reviewer.

IN WITNESS WHEREOF, a duly authorized representative of the Reviewer has executed this Agreement as of the date set forth below.

REVIEWER: _____

Date of Execution: _____

Printed Name: _____

By: _____

Title: _____