



***The Premier Broker for
Senior Housing and Healthcare Facilities***

Jim Baranello, Vice President

Email: JBaranello@PrestigeGroup.com

484.995.6114 Cell

610.902.3900 or 800.866.5876



“SMITH’S PERSONAL CARE HOME”

300 Pine Street

Beaver County

Beaver Falls, PA 15010

81 Bed Personal Care Home

Offered at. . . \$ 2,000,000

www.PrestigeGroupSeniorHousing.com

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SMITH'S PERSONAL CARE HOME

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SMITH'S PERSONAL CARE HOME

PROPERTY OVERVIEW

THE SUBJECT PROPERTY— 300 Pine Street, Beaver Falls, PA 15010

Land

The subject site is generally level and is comprised of a flag-shaped parcel containing 1.57+/-acres. It has approximately 300' of street frontage on Pine Street and has street frontage on both Third Avenue and Fourth Avenue.

The driveway and parking area is in the rear of the property.

Improvements

The improvements consist of a two-story 33,660+/- square foot personal care home.

Originally built in 1959 as an elementary school, the building was repurposed as a personal care home in 2008.

General Layout

Total Beds: 81 Beds

Total Rooms: 48 Rooms (37 Single Rooms & 11 Multiple Rooms)

Bathrooms: 10 Full Bathrooms & 6 Partial Bathrooms

Two Stories

First Floor Amenities: Resident Rooms, Lobby Area (15' x 22'), Reception Area, Commercial Kitchen, Dining Area (44' x 70' Newly Renovated), Laundry Facilities, Hair Salon, Doctor's Office, Game room, Common Area with 2 Bathrooms, TV Room, Office, 4 Staff Bathrooms, Mechanical Room and Storage Room.

The resident rooms are laid out in 10 "pods".

Pod A: Two 4 bed rooms and 1 single room (total 9 beds)

Pods B-J: Four Single rooms and one 4 bed room (8 beds per pod—total 72 beds)

Each Pod has a full bathroom with toilet, sink and 48" shower stall with grab bars.

Second Floor Amenities: Vacant

There is a outside covered porch (27 x 60)

The property is serviced by natural gas and electric.

There is 750 amp, 3 Phase electrical service.

The facility has central air conditioning.

There is a sprinkler system in the building in the resident sleeping areas.

The building has a monitored hard wired fire/smoke alarm system. It is equipped with fire extinguishers throughout.

The building is serviced by public water and sewer.

Healthcare Nearby

Kindred Hospital - Heritage Valley

5 Miles from Smith's PCH

Providence Care Center

Around the Corner(
Skilled Nursing/Re-Hab/Memory Care)

SMITH'S PERSONAL CARE HOME

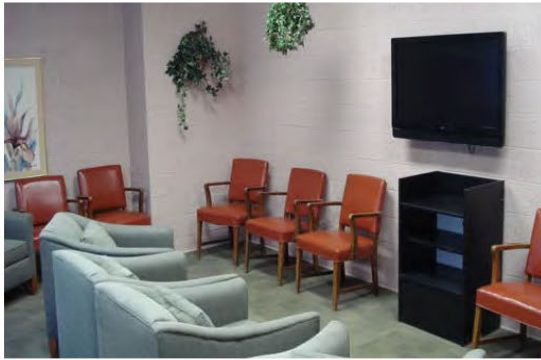
PROPERTY OVERVIEW

PERTINENT DETAILS OF THE IMPROVEMENTS

Age of Building:	57 Years
Foundation:	Reinforced Concrete built on slab
Exterior Walls:	Brick
Roof:	Rubber (EPDM) - 15 Years Old Recoated w/100% Silicone (Summer 2016)
Heating:	Electric and Natural Gas
Air Conditioning:	PTAC - Central
Walls:	Drywall/ Block
Ceilings:	Suspended and Insulated
Flooring:	VCT, Vinyl Laminate and Carpet
Electric:	750 amp - 203 3 Phase
Domestic Hot Water:	Gas Hot Water—100 Gallon/200,000 BTU
Plumbing:	Copper
Water:	Public
Sewer:	Public
Generator:	3 K
Smoke & Fire Alarm:	Monitored and Connected to Fire Department
Fire Extinguishers:	18
Sprinkler System:	In Sleeping Areas
Zoning:	R-2 (Conditional Use)
Flood Plain:	The site does not lie within a federally designated flood hazard area Per FEMA Flood Hazard Boundary Map, Community Panel #420105002B, dated May 17, 1982

SMITH'S PERSONAL CARE HOME

PHOTOGRAPHS



SMITH'S PERSONAL CARE HOME

INCOME AND EXPENSES

	2015	2016	Jan-April 2017
ORDINARY INCOME/EXPENSE			
Miscellaneous	8,831	80	0
Payroll Refund	-	320	25
Rent Rebate	38,464	39,379	500
Resident's PNA	340	(340)	-7,274
Respite	43,230	32,995	13,125
Room & Board	821,406	844,424	275,520
Total Income	\$912,270	\$916,858	\$281,896
Expense			
Activities	75	75	150
Advertising	-	174	238
Business Privilege Tax		2,665	
Clothing	398	273	49
Computer Repairs		47	
Computer Security	955	190	
Consulting	113		
Criminal background check	100	72	48
Dues and Subscriptions	494	79	80
Entertainment	2,800	2,153	276
Equipment Rental	98		
Exterminator	990	825	75
Fees	189	512	38
Fire Alarm	282	264	132
Food	91,805	86,943	29,170
Furniture	1,302		
Gift	2,740	2,425	
Household Expenses	23,973	21,861	7,456
Insurance - Other	2,654	500	63
Liability Insurance	16,097	19,773	
License and Permits	115	88	89
Local Tax	235	2,664	2,632
Meals	140	137	
Medical Studies	249	220	
Meds	1,360	2,222	220
Miscellaneous	2,234	192	55
Office Supplies	3,499	1,777	442
Patient Fees	693	441	112
Payroll Expenses *	394,723	400,975	129,870

* Includes \$108,250 Annual Exec. Compensation

SMITH'S PERSONAL CARE HOME

INCOME AND EXPENSES

	2015	2016	Jan-April 2017
Expense			
Postage and Delivery	304	200	77
Printing and Reproduction	20	20	
Procedures		825	
Professional Fees			
Accounting	800	445	1,400
Inspections	390	627	
Professional Fees - Others	5,350	3,606	2,400
Property Maintenance	3,721	2,789	132
Renovations/MiCol			
Electrical	1,714		
Framing	102		
HVAC	1,025		
Roofing Repairs	5,000		
Rental Registration	1,440		
Repairs - Others	670		539
Building Repairs	11,336	16,206	3,375
Repairs - Others		2,457	
Equipment Repairs	1,149	911	355
Resi - Medical Supplies	300		
State Tax	(22)	179	
Property Taxes/MiCol	17,926	19,916	11,077
Taxes - Other	(22)		
Training	622	316	20
Transport	45	184	45
Work Comp	7,365	9,957	7,504
Utilities			
Cable TV	1,170	3,355	977
Electric	48,391	35,005	15,267
Garbage	1,506	2,170	412
Gas	7,225	4,678	2,723
Sprinkler	1,366	1,096	365
Telephone	6,652	6,054	1,979
Water - Other	21,704	16,388	5,570
TOTAL EXPENSE	\$695,563	\$ 674,931	\$225,412
EBITDAR/ Net Income	\$216,708	\$ 241,927	\$56,484
Add Back Executive Compensation	\$108,250	\$ 108,250	\$108,250
Minus Future Admin Salary	-\$50,000	-\$ 50,000	-\$12,500
<u>Total Adjusted EBITDAR/Net Income</u>	<u>\$274,958</u>	<u>\$300,177</u>	<u>\$152,234</u>

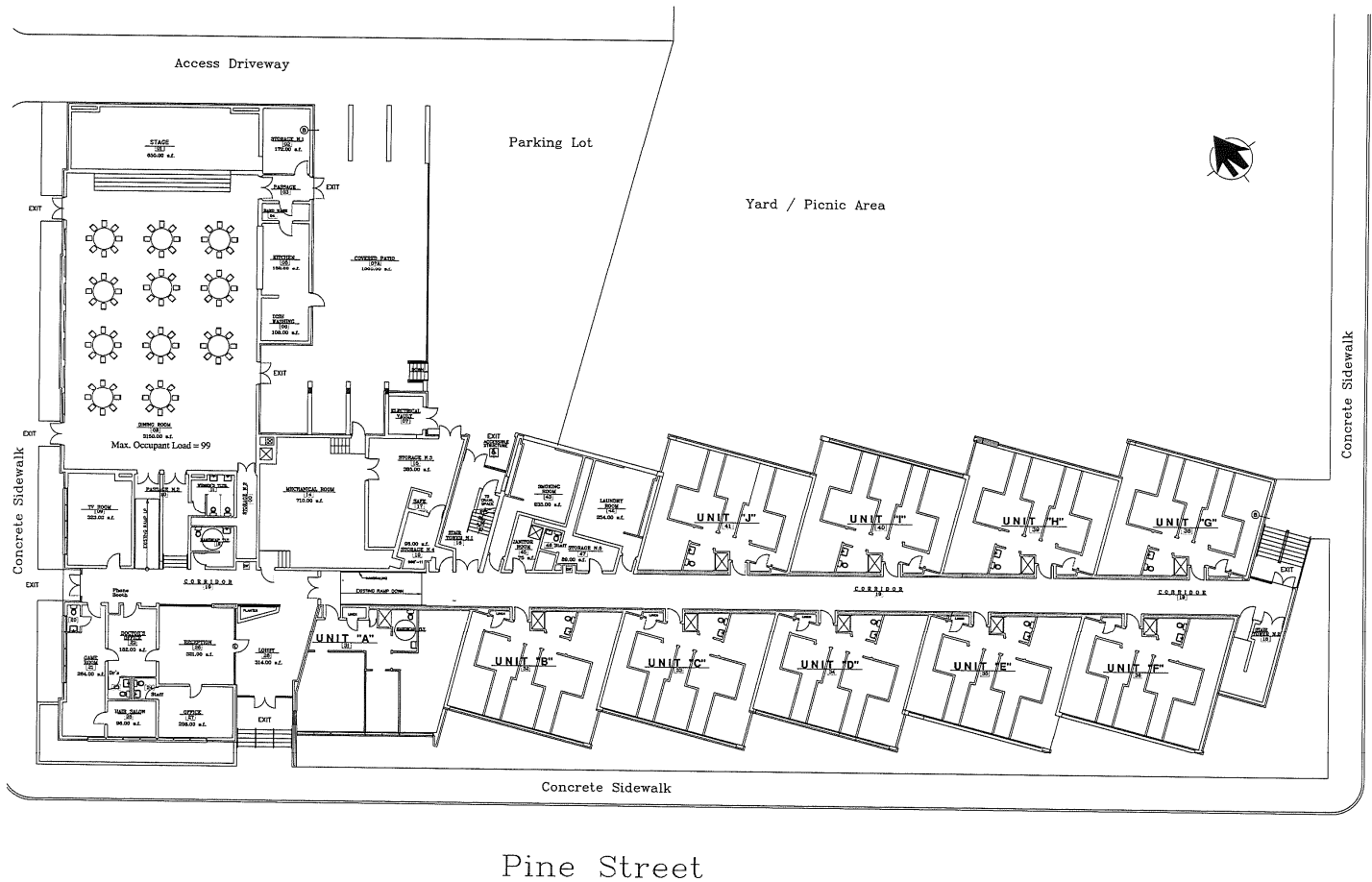
SMITH'S PERSONAL CARE HOME

MONTHLY RENT ROLL

1	1,107.30	SSI	34	1,107.30	SSI
2	1,107.30	SSI	35	1,107.30	SSI
3	1,107.30	SSI	36	1,107.30	SSI
4	1,107.30	SSI	37	1,107.30	SSI
5	1,107.30	SSI	38	1,107.30	SSI
6	1,107.30	SSI	39	1,107.30	SSI
7	1,107.30	SSI	40	1,107.30	SSI
8	1,107.30	SSI	41	1,107.30	SSI
9	1,107.30	SSI	42	1,107.30	SSI
10	1,107.30	SSI	43	1,107.30	SSI
11	1,107.30	SSI	44	1,107.30	SSI
12	1,107.30	SSI	45	1,107.30	SSI
13	1,107.30	SSI	46	1,107.30	SSI
14	1,107.30	SSI	47	1,107.30	SSI
15	1,107.30	SSI	48	1,107.30	SSI
16	1,107.30	SSI	49	1,107.30	SSI
17	1,107.30	SSI	50	1,107.30	SSI
18	1,107.30	SSI	51	1,107.30	SSI
19	1,107.30	SSI	52	1,107.30	SSI
20	1,107.30	SSI	53	1,107.30	SSI
21	1,107.30	SSI	54	1,107.30	SSI
22	1,107.30	SSI	55	1,107.30	SSI
23	1,107.30	SSI	56	1,107.30	SSI
24	1,107.30	SSI	57	1,107.30	SSI
25	1,107.30	SSI	58	1,107.30	SSI
26	1,107.30	SSI	59	1,107.30	SSI
27	1,107.30	SSI	60	1,107.30	SSI
28	1,107.30	SSI	61	1,107.30	SSI
29	1,107.30	SSI	62	1,650.00	Private
30	1,107.30	SSI	63	1,419.00	Private
31	1,107.30	SSI	64	1,250.00	Private
32	1,107.30	SSI	65	1,250.00	Private
33	1,107.30	SSI	Total Monthly \$73,114.30		

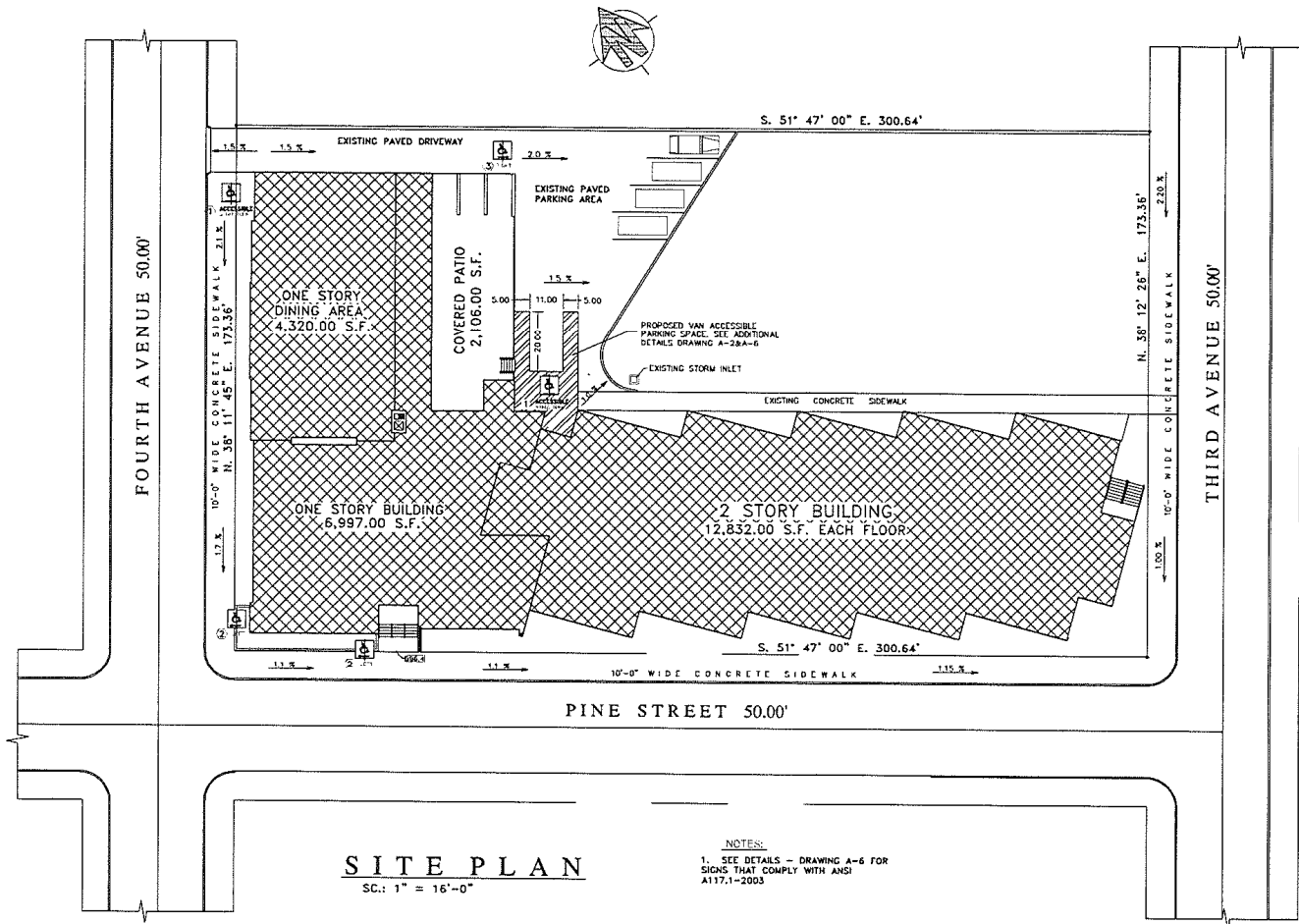
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FLOOR PLAN



SMITH'S PERSONAL CARE HOME

SITE PLAN



SMITH'S PERSONAL CARE HOME

AREA AND REGIONAL OVERVIEW

Beaver Falls is a city in Beaver County, Pennsylvania, United States. It is located 31 miles northwest of Pittsburgh. It is on the Beaver River, six miles from its confluence with the Ohio River.

Beaver Falls was originally called Brighton and it was chartered as a borough in 1868. It functions under the commission form of government.

Beaver County is located in southwest Pennsylvania northwest of the city of Pittsburgh. The County is bordered on the west by the States of Ohio and the panhandle of West Virginia; the south by Washington County; the east by Allegheny and Butler counties; and the north by Lawrence County. The predominate feature of the County is the Ohio River which enters from the southeast and flows to the center of the county before turning southwest and exiting the state to form the boundary between Ohio and West Virginia. The remainder of the County is characterized by gently rolling foothills and valleys of the Appalachian Mountain Range. Beaver County is comprised of 2 incorporated, third class cities (Aliquippa and Beaver Falls), and 52 boroughs and townships.

The County was once dominated by heavy steel industries. Since the downfall of steel, newer smaller manufacturing and service industries have located in the area. Riverfront development in conjunction with Brownfields development has occurred on many industrial sites, and new retail centers have cropped up in various locations close to major roadways. The Marcellus Shale industry has focused in on Beaver County as drilling sites have been constructed and continue to be identified. Currently a riverfront site in Potter Township is seriously being considered by Shell Oil Co. for construction of a multi-billion dollar ethylene processing plant.

Beaver County is served by Heritage Valley Health Systems at two locations – the Beaver Medical Center and in Sewickley. Major health care is also available at UPMC facilities located throughout western Pennsylvania where medical research is also conducted.

Primarily a suburban, bedroom life style, much of the county is abundant in open space, parks, and scenic vistas. Much of the residential life style is in single family homes situated on spacious lots though a number of new retirement communities have been developed that offer patio homes and condominium living.

The County consists of 14 public school districts, a countywide Vocational Technical School, the Community College of Beaver County, the Beaver Campus of Penn State University, and Geneva College. There are also numerous private and parochial schools in the area. Along with nearby major universities such as the University of Pittsburgh, Duquesne University, Carnegie Mellon, Robert Morris University and Carlow College, all located in Allegheny County and less than one hour drive from the County; area residents are provided with extensive educational facilities with which to pursue their growth and careers.

With the City of Pittsburgh within a short driving distance, County residents enjoy the amenities of big city cultural, recreational, and educational amenities yet avoid the crowded congested life style. The Steelers, Pirates, and Penguins provide major sports for the area, while the opera, ballet, symphony, and many other organizations and events provide area residents with a wide range of entertainment options.

Beaver County falls within the Metropolitan Statistical Area of Pittsburgh.

A network of highways (I-76, I-376, I-80, I-279, I-79) make Beaver County a highly accessible area.

SMITH'S PERSONAL CARE HOME

AREA AND REGIONAL OVERVIEW

Beaver County Top 50 Employers

3rd Quarter 2015

Initial Data

Federal and State Government Entities Aggregated



Rank	Name of Employer	Rank	Name of Employer
1	VALLEY MEDICAL FACILITIES INC	26	FEDERAL GOVERNMENT
2	FIRSTENERGY NUCLEAR OPERATING CO	27	MODERNE GLASS
3	WAL-MART ASSOCIATES INC	28	BLACKHAWK SCHOOL DISTRICT
4	PASSAVANT MEMORIAL HOMES	29	LINDY PAVING INC
5	BEAVER COUNTY	30	COMMUNITY COLLEGE OF BEAVER COUNTY
6	IPSCO KOPPEL TUBULARS CORP	31	GATEWAY REHABILITATION CENTER
7	MCGUIRE MEMORIAL	32	BIG BEAVER FALLS AREA SCHOOL DIST
8	MAILING SERVICES OF PITTSBURGH INC	33	BEAVER COUNTY YMCA
9	HERITAGE VALLEY MEDICAL GROUP INC	34	LIFE BEAVER COUNTY
10	ANCHOR HOCKING LLC	35	NOVA CHEMICALS
11	EATON CORPORATION	36	R J RHODES TRANSIT INC
12	STATE GOVERNMENT	37	RIVERSIDE BEAVER COUNTY SCHOOL DIST
13	VEKA INC	38	JEWEL ACQUISITION LLC
14	GIANT EAGLE INC	39	PROVIDENCE CARE CENTER LLC
15	FRIENDSHIP RIDGE	40	VILLA ST JOSEPH OF BADEN INC
16	THE PA CYBER CHARTER SCHOOL	41	EAT N PARK HOSPITALITY GROUP
17	HOPEWELL AREA SCHOOL DISTRICT	42	NEW BRIGHTON AREA SCHOOL DISTRICT
18	GENEVA COLLEGE	43	NALCO COMPANY
19	CENNIAL COMPANY INC	44	FREEDOM AREA SCHOOL DISTRICT
20	SERVICE LINK MANAGEMENT COMPANY INC	45	SOUTH SIDE AREA SCHOOL DISTRICT
21	FIRST ENERGY GENERATION CORPORATION	46	PENNSYLVANIA STATE UNIVERSITY
22	LINCOLN LEARNING SOLUTIONS INC	47	BEAVER COUNTY DODGE CHRYSLER JEEP
23	AMBRIDGE AREA SCHOOL DISTRICT	48	ALIQUPPA SCHOOL DISTRICT
24	BEAVER AREA SCHOOL DISTRICT	49	BEAVER COUNTY REHABILITATION CENTER
25	CENTRAL VALLEY SCHOOL DISTRICT	50	W T HOSPITALITY INC

*State Government includes all state employment except Pennsylvania State University, SEPTA, System of Higher Education, PA College of Technology, and PHEAA.

Center for Workforce Information & Analysis

4/12/2016

SMITH'S PERSONAL CARE HOME

DEMOGRAPHICS - PITTSBURGH & BEAVER COUNTY, PA

ALL TOPICS	PITTSBURGH CITY, PENNSYLVANIA	BEAVER COUNTY, PENNSYLVANIA
1, 2015, (V2015)		
Population, Census, April 1, 2010	305,704	170,539
Age and Sex		
Persons under 5 years, percent, July 1, 2015, (V2015)	X	5.1%
Persons under 5 years, percent, April 1, 2010	4.9%	5.3%
Persons under 18 years, percent, July 1, 2015, (V2015)	X	19.6%
Persons under 18 years, percent, April 1, 2010	16.3%	20.5%
Persons 65 years and over, percent, July 1, 2015, (V2015)	X	20.1%
Persons 65 years and over, percent, April 1, 2010	13.8%	18.6%
Female persons, percent, July 1, 2015, (V2015)	X	51.6%
Female persons, percent, April 1, 2010	51.6%	51.8%
Race and Hispanic Origin		
White alone, percent, July 1, 2015, (V2015) (a)	X	91.0%
White alone, percent, April 1, 2010 (a)	66.0%	91.2%
Black or African American alone, percent, July 1, 2015, (V2015) (a)	X	6.4%
Black or African American alone, percent, April 1, 2010 (a)	26.1%	6.3%
American Indian and Alaska Native alone, percent, July 1, 2015, (V2015) (a)	X	0.1%
American Indian and Alaska Native alone, percent, April 1, 2010 (a)	0.2%	0.1%
Asian alone, percent, July 1, 2015, (V2015) (a)	X	0.5%
Asian alone, percent, April 1, 2010 (a)	4.4%	0.4%
Native Hawaiian and Other Pacific Islander alone, percent, July 1, 2015, (V2015) (a)	X	Z
Native Hawaiian and Other Pacific Islander alone, percent, April 1, 2010 (a)	Z	Z
Two or More Races, percent, July 1, 2015, (V2015)	X	1.9%
Two or More Races, percent, April 1, 2010	2.5%	1.7%
Hispanic or Latino, percent, July 1, 2015, (V2015) (b)	X	1.5%
Hispanic or Latino, percent, April 1, 2010 (b)	2.3%	1.2%
White alone, not Hispanic or Latino, percent, July 1, 2015, (V2015)	X	89.8%
White alone, not Hispanic or Latino, percent, April 1, 2010	64.8%	90.4%
Population Characteristics		
Veterans, 2010-2014	18,299	15,100
Foreign born persons, percent, 2010-2014	7.5%	1.8%
Housing		
Housing units, July 1, 2015, (V2015)	X	78,327
Housing units, April 1, 2010	156,165	78,211
Owner-occupied housing unit rate, 2010-2014	48.8%	72.8%
Median value of owner-occupied housing units, 2010-2014	\$91,500	\$117,300
Median selected monthly owner costs -with a mortgage, 2010-2014	\$1,097	\$1,182
Median selected monthly owner costs -without a mortgage, 2010-2014	\$440	\$456
Median gross rent, 2010-2014	\$794	\$642
Building permits, 2015	X	104
Families and Living Arrangements		
Households, 2010-2014	132,379	70,336
Persons per household, 2010-2014	2.13	2.37
Living in same house 1 year ago, percent of persons age 1 year+, 2010-2014	79.1%	89.4%
Language other than English spoken at home, percent of persons age 5 years+, 2010-2014	10.0%	3.1%
Education		
High school graduate or higher, percent of persons age 25 years+, 2010-2014	91.0%	91.4%
Bachelor's degree or higher, percent of persons age 25 years+, 2010-2014	37.2%	22.6%

SMITH'S PERSONAL CARE HOME

DEMOGRAPHICS - PITTSBURGH & BEAVER COUNTY, PA

Health		
With a disability, under age 65 years, percent, 2010-2014	10.1%	10.5%
Persons without health insurance, under age 65 years, percent	▲ 11.1%	▲ 8.7%
Economy		
In civilian labor force, total, percent of population age 16 years+, 2010-2014	61.9%	61.4%
In civilian labor force, female, percent of population age 16 years+, 2010-2014	59.6%	56.2%
Total accommodation and food services sales, 2012 (\$1,000) (c)	1,306,229	191,785
Total health care and social assistance receipts/revenue, 2012 (\$1,000) (c)	6,865,043	779,616
Total manufacturers shipments, 2012 (\$1,000) (c)	2,054,597	4,615,008
Total merchant wholesaler sales, 2012 (\$1,000) (c)	7,437,618	1,179,512
Total retail sales, 2012 (\$1,000) (c)	4,107,092	1,590,246
Total retail sales per capita, 2012 (c)	\$13,413	\$9,341
Transportation		
Mean travel time to work (minutes), workers age 16 years+, 2010-2014	23.2	25.1
Income and Poverty		
Median household income (in 2014 dollars), 2010-2014	\$40,009	\$50,242
Per capita income in past 12 months (in 2014 dollars), 2010-2014	\$27,435	\$26,925
Persons in poverty, percent	▲ 22.8%	▲ 11.7%
BUSINESSES		
Total employer establishments, 2014	X	3,445
Total employment, 2014	X	50,618
Total annual payroll, 2014	X	1,919,471
Total employment, percent change, 2013-2014	X	3.0%
Total nonemployer establishments, 2014	X	8,601
All firms, 2012	24,792	11,951
Men-owned firms, 2012	13,819	7,488
Women-owned firms, 2012	8,062	3,383
Minority-owned firms, 2012	4,469	450
Nonminority-owned firms, 2012	18,476	11,025
Veteran-owned firms, 2012	2,132	1,309
Nonveteran-owned firms, 2012	20,719	9,981
GEOGRAPHY		
Population per square mile, 2010	5,521.4	392.3
Land area in square miles, 2010	55.37	434.71
FIPS Code	4261000	42007

▲ This geographic level of poverty and health estimates are not comparable to other geographic levels of these estimates

Some estimates presented here come from sample data, and thus have sampling errors that may render some apparent differences between geographies statistically indistinguishable. Click the Quick Info icon to the left of each row in TABLE view to learn about sampling error.

The vintage year (e.g., V2015) refers to the final year of the series (2010 thru 2015).
Different vintage years of estimates are not comparable.

(a) Includes persons reporting only one race

(b) Hispanics may be of any race, so also are included in applicable race categories

(c) Economic Census - Puerto Rico data are not comparable to U.S. Economic Census data

D Suppressed to avoid disclosure of confidential information

F Fewer than 25 firms

FN Footnote on this item in place of data

NA Not available

S Suppressed; does not meet publication standards

X Not applicable

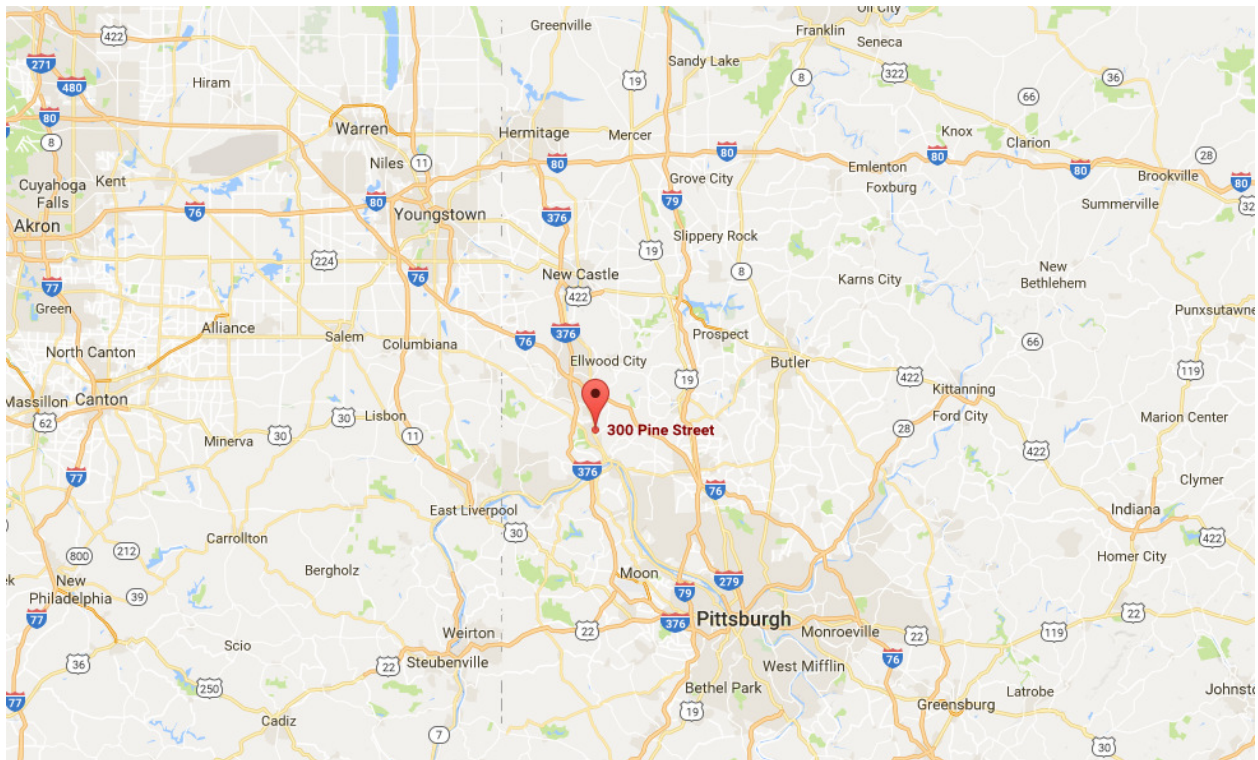
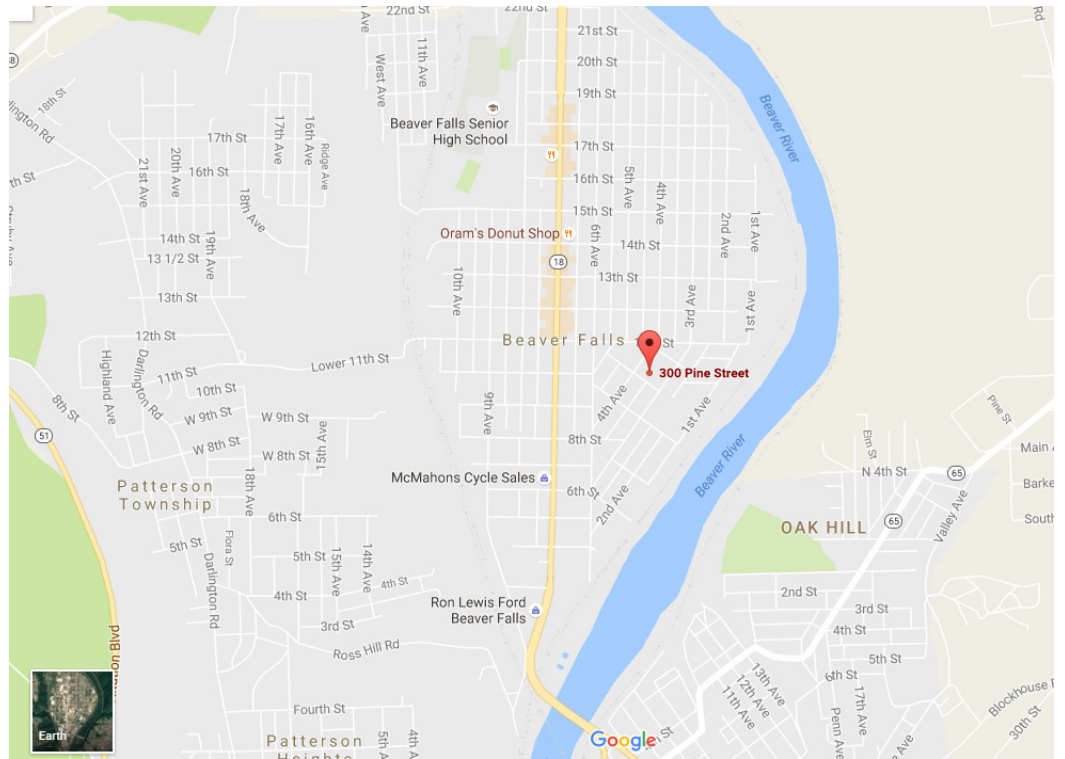
Z Value greater than zero but less than half unit of measure shown

QuickFacts data are derived from: Population Estimates, American Community Survey, Census of Population and Housing, Current Population Survey, Small Area Health Insurance Estimates, Small Area Income and Poverty Estimates, State and County Housing Unit Estimates, County Business Patterns, Nonemployer Statistics, Economic Census, Survey of Business Owners, Building Permits.

SMITH'S PERSONAL CARE HOME

MAPS

Pennsylvania



www.PrestigeGroupSeniorHousing.com



The Premier Senior Housing & Health Care Broker

This information is believed accurate though subject to errors, omissions and changes without notice

SMITH'S PERSONAL CARE HOME

AERIAL MAP



SMITH'S PERSONAL CARE HOME

CERTIFICATE OF COMPLIANCE



pennsylvania
DEPARTMENT OF HUMAN SERVICES

CERTIFICATE OF COMPLIANCE

This certificate is hereby granted to SMITHS PERSONAL CARE HOME INC

To operate SMITH'S PERSONAL CARE HOME

Located at 300 PINE STREET, BEAVER FALLS, PA 15010

<u>ADDRESS OF SATELLITE SITE</u>	<u>ADDRESS OF SATELLITE SITE</u>
<u>ADDRESS OF SATELLITE SITE</u>	<u>ADDRESS OF SATELLITE SITE</u>
<u>ADDRESS OF SATELLITE SITE</u>	<u>ADDRESS OF SATELLITE SITE</u>

To provide Personal Care Homes

The total number of persons which may be cared for at one time may not exceed 81
or the maximum capacity permitted by the Certificate of Occupancy, whichever is smaller.

Restrictions: _____

This certificate is granted in accordance with the Public Welfare Code of 1967, P.L. 31, as amended, and Regulations

55 Pa.Code Chapter 2600: Personal Care Homes

and shall remain in effect from December 21, 2015 until December 21, 2016,
unless sooner revoked for non-compliance with applicable laws and regulations.

No: **441830**

Robert E. Robinson
ISSUING OFFICER

[Signature]
DIRECTOR

NOTE: This certificate is issued for the above site(s) only and is not transferable and should be posted in a conspicuous place in the facility.

HS 628 - 12/14



SMITH'S PERSONAL CARE HOME CONFIDENTIALITY DISCLAIMER

PROPERTY ADDRESS: 300 Pine Street, Beaver Falls, PA 15010

The Offering Memorandum being delivered in connection with this agreement has been prepared by Prestige Group and, does not purport to be all-inclusive or to contain all of the information prospective investors may need or desire. All projections have been developed by Prestige Group, the Owners and designated sources and are based upon assumptions relating to the general economy, competition and other factors beyond the control of Prestige Group or the Owners, and therefore are subject to variation. No representation is made by Prestige Group or Owners as to the accuracy or completeness of the information contained herein or the performance of the Property. Further Prestige Group, Owners and its employees disclaim any and all liability for accuracies, representations and warranties, expressed and implied, contained in, or for omissions from Offering Memorandum or any other written or oral communication transmitted or made available to the recipient and expect prospective purchasers to exercise due diligence in verifying all information. The Offering Memorandum does not constitute a representation that there is has not been any change in the business or affairs of the Property or the information contained in the Offering Memorandum.

The Owners reserve the right, in their sole discretion, to reject any and all expressions of interest or offers regarding the Property at any time with or without notice. The Owners shall have no legal commitment or obligation to any entity making an offer to purchase the Property unless and until a written agreement for the purchase of the Property has been fully executed, delivered and approved by the Owners and its legal counsel, and any conditions to the Owner's obligations have been satisfied or waived. Prestige Group is not authorized to make any representations or agreements on behalf of Owners.

The Offering Memorandum and its contents, except such information, which is in or becomes part of the public domain other than as a result of a violation of this agreement, matter of public record or is provided in sources available to the public are of a confidential nature. By accepting the Offering Memorandum, Buyer agrees (I) to hold and treat it in the strictest of confidence, (II) not to disclose the offering Memorandum or any of its contents to any other entity (except outside advisors retained by you, if necessary, for your confidentiality) without the prior written authorization of the Owners or Prestige Group (III) not to use the Offering Memorandum or any of the contents in any fashion or manner detrimental to the interest of the Owners or Prestige Group. Any copies of the Offering Memorandum and its Contents that are retained as permitted hereunder will remain confidential, subject to the terms of this agreement.

In consideration for this introduction, Buyer agrees that should Buyer enter into negotiations or agreements with respect to the Property the same shall be done through Prestige Group. In the event that Buyer violates this Agreement, both Prestige Group and Owner(s) shall be entitled to all remedies provided by law, including, but not limited to, injunctive relief and damages. In the event that Buyer disclosed the availability of above to a third party and this third party or the Buyer purchases the above Property without Prestige Group, then Buyer in addition to the remedies specified herein, will also be responsible for the payment of Prestige Group's commission.

Buyer acknowledges that they are working with Prestige Group as Exclusive Broker and are not represented by any other real estate broker or agent. Buyer also agrees that they will not contact Owner directly or indirectly under any circumstances. Additional information and an opportunity to inspect the Property will be made upon request to Prestige Group.

Prestige Group, on its own behalf by its acceptance hereof, understands and acknowledges that if the Potential Buyer is a "publically traded company" on the New York Stock Exchange, and that the existence of discussion regarding Potential Buyer's interest in the Potential Buyer interest in Potential Transaction may be material non-public information about Potential Buyer. Prestige Group, Owner and their respective affiliates and Representatives will comply with all federal and state securities laws as they relate to the purchasing or selling of securities of Potential Buyer after receipt of material non-public information about Potential Buyer.

ACKNOWLEDGED, AGREED AND ACCEPTED this _____ day of _____, 2016, by

Buyer's Signature

Buyers Company (Print)

Buyer's Name (Print)

Buyer's Email Address (Print)

Buyer's Mailing Address (Print)

Buyer's Cell Number (Print)

Buyer's Office Number

Buyer's Fax Number