

NONDISCLOSURE STATEMENT

This confidential Business Plan has been prepared in order to raise financing for _____, Inc. This material is being delivered to a select number of potential investors, each of whom agrees to the following terms and conditions:

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The recipient agrees to keep confidential all information contained herein and not use it for any purpose whatsoever other than to evaluate and determine interest in providing financing described herein.

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The projections contained in the pro-forma Financial Section are based upon numerous assumptions. Although _____, Inc. believes that these assumptions are reasonable, no assurances can be given as to the accuracy of these projections because they are dependent, in large part, upon unforeseeable factors and events. As a result, the actual results achieved may vary from the projections, and such variations can be material and adverse.

Thank you,

_____, Inc.