

## STATEMENT OF CONFIDENTIALITY AND DISCLAIMER

Urban Infill Properties, Inc. ("Broker") has been engaged as the exclusive representative to advise Free-way Industrial Park ("Owner"), in connection with Owner's solicitation of offers to Joint Venture or Land Lease the property known as 7441 Edinger Avenue, Huntington Beach (the "Property"). Prospective Offerors are advised that, as part of the process, Owner will be evaluating a number of factors, including the current financial qualifications of the prospective Offerors. Owner expressly reserves the right, in its sole and absolute discretion, to evaluate the terms and conditions of any offer and to reject any offer without providing reason therefore. Further, Owner reserves the right to terminate the solicitation process at any time prior to final execution of a binding document.

The information contained in this Offering is confidential and furnished solely for the purpose of a review by a prospective Offeror of the Property and it is not to be used for any other purpose or made available to any other person without express written consent of Owner or Broker. The material is based in part upon information supplied by the Owner and in part by the City of Huntington Beach and other sources Broker deems reliable. Summaries or excerpts of any documents are not intended to be comprehensive or all-inclusive, but rather only outline some of the provisions contained therein and qualified in their entirety by the actual document to which they relate.

No representation or warranty, expressed or implied, is made by the Owner, Broker, or any of their respective affiliates as to the accuracy or completeness of the information contained herein. Prospective Offeror should make their own projections and form their own conclusions without reliance upon the material contained herein and conduct their own due diligence, including engineering and environmental inspections, to determine the condition of the Property and the existence of any potentially hazardous material located at the Property site or used in construction or maintenance of the buildings at the Property site.

A prospective Offeror's sole and exclusive rights with respect to the prospective transaction, the Property, or information provided herein or in connection with the Property shall be limited to those expressly provided in an executed binding Agreement between the parties and shall be subject to the terms thereof. In no event shall a prospective Offeror have any other claims against Owner or Broker or any of their affiliates or any of their respective officers, directors, shareholders, owners, employees, or agents for legal, tax, land use or other advice. Prior to submitting an offer, prospective Offerors should consult with their own legal counsel, personal tax, land use, construction and other consultants to determine the consequences of an investment in the Property and arrive at an independent evaluation of such investment.

Urban Infill Properties, Inc. is a full service brokerage house and will cooperate with Offeror's broker. **However, there is no commission offered to Offeror's broker and Offeror will indemnify and hold Owner and Urban Infill Properties, Inc. harmless against all claims for a commission other than those made by Urban Infill Properties, Inc.**