

MEMORANDUM OF CONTRACT

FOR SALE AND PURCHASE OF PROPERTY

This is a Memorandum of that unrecorded Contract for Sale and Purchase of Property ("Contract"), dated _____, between _____, (hereinafter referred to as "Seller"), and _____, (hereinafter referred to as "Buyer") concerning the real property ("Property") described in Exhibit "A" attached hereto and made a part hereof by reference.

For good and valuable consideration, Seller has agreed to sell and Buyer has agreed to buy, the Property upon the terms and conditions set forth in the Contract, which terms and conditions are incorporated in this Memorandum by this reference. Except as provided in the Contract from the date hereof, Seller shall not have the right, with respect to the Property to enter into any new contracts, leases or agreements, oral or written, without the prior written consent of Buyer.

This Memorandum is not a complete summary of the Contract. Provisions of this Memorandum shall not be used in interpreting the Contract. In the event of conflict between this Memorandum and the Contract, the Contract shall control.

IN WITNESS WHEREOF, the parties have executed this Memorandum on _____, 200_.

Witnesses: SELLER:

PURCHASER:

_____ (6) _____

STATE OF _____)

COUNTY OF _____)

The foregoing instrument was acknowledged before me this ___ day

of _____, 200_, by _____ as Seller.

Notary Public

My Commission Expires: _____

STATE OF _____ (11) _____)

)

COUNTY OF _____ (12) _____)

The foregoing instrument was acknowledged before me this _(13)_ day
of _____(14)_____, 19_(15)_, by _____(16)_____ as
Purchaser.

_____(17)_____

Notary Public

My Commission Expires: _____