



PROSPECTIVE BUYER AGREEMENT

The undersigned hereby agrees to the following:

- 1. Acknowledgment is given that information may be received and introduction may be made by New Clients, Inc. regarding the accounting/tax practices being available for sale, acquisition, purchase, and/or merger.
2. Recognizing that the transaction to purchase an accounting practice naturally involves receipt of detailed information and that even disclosure of the fact the accounting practice is for sale could cause damage to the seller, I agree to protect the seller's confidentiality.
3. In consideration of the information received, I agree that should I buy or come into possession of a practice referred by NCI within two years from this date, I will protect NCI's right to a commission.
4. I agree that NCI, or its agent, in bringing buyer and seller together has fulfilled its primary function and further agree to hold NCI, its agent, and attorneys harmless for any liability arising out of the sale of the accounting practice.
5. I understand that I may be required to provide references and financial information before a sale/merger is consummated.
6. Should any suit be commenced to enforce NCI's rights herein, the laws of the State of New Jersey shall control and in the event NCI is successful, I agree to reimburse NCI the expenses connected therewith including attorney fees and court costs.
7. This agreement shall remain in force for a period of two (2) years from the date executed.

Signature _____ Date Signed _____

Signature _____ Date Signed _____

Firm/Individual (printed) _____

Address, City, State, Zip _____

Phone Number _____ Fax Number _____

E-Mail address _____