



MILL CREEK PARTNERS

OPINION OF VALUE AGREEMENT

Order/Agreement for Performance of Opinion of Value

This engagement is to estimate the current fair market value of the below referenced business based on a potential asset sale or stock value. Although the Mill Creek Partners Opinion of Value is intended to estimate the fair market value, they assume no responsibility for a seller's or buyer's inability to obtain a purchase price at that value. All parties agree that the Opinion of Value is not an appraisal as defined by The Uniform Standards of Professional Appraisal Practice (USPAP), but is an opinion of the estimated value of the business from information provided by the owner and third parties.

In performing the evaluation, Mill Creek Partners will be relying on the accuracy and reliability of historical financial information provided by the owner below referenced and will not audit or review that financial information and will not express an opinion or any form of assurance of this information.

The company and owner referenced below agree to indemnify, protect, defend and hold Mill Creek Partners, their employees, affiliates and agents, free and harmless from any and all claims, damages, demands, losses, liabilities and expenses, including, without limitation, reasonable attorney's fees and all amounts paid in investigation, defense or settlement of the foregoing that Mill Creek Partners incurs or suffers which arises or results from or are related to any misrepresentations, falsifications or nondisclosure of data or facts or relating to the business that the company, its officers, employees or agents made available or should have been made available to Mill Creek Partners.

Name

Title

Legal Name of Business

Firm Address / City / State / Zip

Signature

Date

Fee Amt. Paid:
\$ 1500/\$3000

Check #

Exchange of Names or substitution of business is not allowed. The Opinion of Value fee is non-refundable.

s/s _____
Mill Creek Partners Authorized Agent

Date

Mill Creek Partners
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