

Investment Advisor

Investment Opportunity

Name

Name

Company

Company

Address

Address

City, State, Zip

City, State, Zip

Phone

Facsimile

Business Description

This fee agreement (“Agreement”) will acknowledge that the above named investment advisor (“Advisor”) has brought the above named investment opportunity (“Company”) to the attention of Pine Tree Equity III, LP (“Pine Tree Equity”). As consideration for the introduction, Pine Tree Equity agrees that in the event a Transaction shall be consummated within two (2) years from the date of execution, Pine Tree Equity shall cause the Purchaser to pay the Advisor a cash fee (“Transaction Fee”) of 1.0% of the Pine Tree Equity equity investment.

The Transaction Fee shall be payable (i) concurrently with the closing of a Transaction, (ii) if the Advisor does not receive a Transaction Fee from the sell(s) of the Company or the Company and (iii) if Pine Tree Equity has not been previously introduced to the Company.

For purposes of this Agreement, the term “Transaction” means that one or more affiliates of Pine Tree Equity III, LP (collectively, the “Purchaser”) shall enter into any merger, consolidation, reorganization, recapitalization, business combination or other transaction pursuant to which the Target is acquired, in whole or in part, by, or combined with the Purchaser.

Please sign below to indicate your acceptance of and agreement with the foregoing and return a duplicate of this Agreement to Pine Tree Equity.

Accepted and Agreed to by:

Investment Advisor

Pine Tree Equity III, LP

By: _____
Print Name

By: _____
Print Name

Signature

Signature

Date

Date