

Confidentiality Memorandum of Agreement

FROM: JOANNA MALACZYNSKI

DATE: DECEMBER 11, 2013

Thank you for working with us in support of our start-up, EcoValuate LLC. Our relationship is in its incipency and I look forward to seeing how it evolves. Our start-up is currently not funded. As a result, you are working for the company on a volunteer basis in exchange for professional experience and to gauge your future interest in EcoValuate.

Please be aware that by working with EcoValuate you are assuming the same duties of confidentiality as you would if you were a paid employee of the company. This means using common sense and discretion when sharing any strategies, plans, ideas, and approaches to the design of our software, our potential customers, and our market.

The success of our start-up depends on many factors, including our ability to provide a product that meets customer demand and is sufficiently differentiated from potential competition. It also depends on understanding an emerging market created by regulation. We can only maintain a competitive advantage with respect to these success criteria if we protect our strategies, designs, ideas, and intellectual property to the extent possible.

Nevertheless, you may find yourself in situations where you will need to share information about EcoValuate to obtain information from potential customers, advisors, collaborators, stakeholders, and even potential competitors. We ask that you be thoughtful about what information you share.

If in doubt about any document or piece of information, ask yourself whether you would disclose what you have learned if it were your own company/start-up. If you would feel uneasy doing so, please listen to your reservations. Also, please feel free to ask me if you are uncertain about whether to share information and/or materials with others. I am here as a resource.

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Please sign below that you agree to the terms of this agreement. If something is not clear to you or you would like more information, please talk to me before signing, so that we can clarify the terms of this agreement.

I agree to abide by the terms of confidentiality as delineated above:

Signature: _____

Printed Name: _____

Date: _____