

# REGISTRATION AGREEMENT



4504 SPEEDWAY APARTMENTS  
4504 Speedway  
Austin, Texas

*Return this form via facsimile to Transwestern at (512) 328-9309*

The undersigned Principal and/or Broker understand(s) that **TRANSWESTERN PROPERTIES COMPANY SW GP, L.L.C., ("Broker")** has been retained as the exclusive agent of **BOLIVAR C. ANDREWS ("Owner")** in connection with the possible sale of the above referenced properties (the "Properties").

In its capacity as exclusive agent for Owner, Transwestern has available Supplemental Offering Packages concerning the Properties solely for Principal's use in determining whether it has an interest in acquiring the Properties. To induce Transwestern to provide said Supplemental Offering Packages, Principal (and, if applicable) Broker represent(s) and agree(s) as follows:

1. The Supplemental Offering Packages and any other written materials or oral communications relating to the Properties (collectively, the "Supplemental Offering Packages") that are or may in the future be furnished to Principal or Broker by Transwestern or Owner, or any agent or representative thereof, will be kept strictly confidential as set forth herein.
2. The Supplemental Offering Packages was prepared by Transwestern. Principal and Broker understand that the Supplemental Offering Packages contains selected information pertaining to the Properties and does not purport to contain all of the information that a prospective purchaser may desire. Principal and Broker agree to conduct their own independent investigation of the Properties and to verify the accuracy and completeness of any and all information obtained from the Supplemental Offering Packages. Principal and Broker hereby acknowledge that neither Owner nor Transwestern, nor any person acting on their behalf, have made any representations or warranties, expressed or implied, as to the accuracy or completeness of the Supplemental Offering Packages or its contents, or the suitability of the information contained therein for any purpose. The Supplemental Offering Packages is subject to, among other things, correction of errors and omissions, addition or deletion of terms, change of price or terms, withdrawal from market without notice, and prior sale.
3. Principal and Broker agree that they will not contact the tenants or Properties management staff of the Properties in connection with Principal's review of the Properties and/or Supplemental Offering Packages. Any and all questions relating to the Properties or the Supplemental Offering Packages and its contents shall be directed solely to Transwestern, as exclusive agent and listing broker for Owner.
4. If applicable, Broker represents that it is duly licensed as a licensed real estate agent or broker in the State of Texas. **In the event that a sale of the Properties to Principal is consummated during the term of Transwestern's listing agreement, and Principal has been both initially procured and is still working through Broker at the time of such sale, Broker shall be paid, and agrees to accept as its full and only compensation for services rendered in connection with a sale of the Properties to Principal, a commission equal to TWO PERCENT (2.0%) of the net sales price of the Properties.** Such commission shall be paid by Transwestern, only at the closing of the Properties, as and when received from Owner, and Broker agrees that in no event will Transwestern have any liability to Broker for payment of the foregoing commission or any part thereof unless, until and to the extent Transwestern has received such commission from Owner. **Notwithstanding the above, parties acting in the capacity of both a Principal and a Broker will not be recognized as a cooperating Broker and will not be eligible to receive the commission as discussed above. All parties involved in any transaction must be either registered as a Principal or a Broker.**

## PRINCIPAL

## BROKER

By *(signature)* \_\_\_\_\_ Date \_\_\_\_\_

By *(signature)* \_\_\_\_\_ Date \_\_\_\_\_

Name *(printed)* \_\_\_\_\_

Name *(printed)* \_\_\_\_\_

Company \_\_\_\_\_

Company \_\_\_\_\_

Address \_\_\_\_\_

Address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

Telephone \_\_\_\_\_

Telephone \_\_\_\_\_

Email *(required)* \_\_\_\_\_

Email *(required)* \_\_\_\_\_