

OFFER TO PURCHASE REAL ESTATE

The Offeror hereby offers to purchase from Offeree real property generally described as follows: _____, for a purchase price of \$ _____, payable as follows:

\$ _____ earnest deposited in the ADS MidAmerica Escrow Account which will be refundable if Offeror uses his best efforts but fails to satisfy the conditions set forth below or if Offeror’s purchase of Offeree’s dental practice should fail to close.

\$ _____ in cash or equivalent at closing.

Closing of the contemplated transaction shall be subject to the following conditions:

1. The simultaneous closing of Offeror’s purchase of Offeree’s dental practice.
2. Offeror securing appropriate and necessary financing of the purchase.
3. Other _____

If this offer is accepted, Offeree and Offeror shall:

1. Promptly enter into a comprehensive purchase contract with respect to the real estate. Such contract shall require Offeree to deliver to Offeror the real estate, unencumbered and free of any debt, and shall include covenants, representations, warranties, and other provisions appropriate and customary for a transaction of the nature and size of the contemplated transaction, and shall provide that the closing shall take place on or before _____.

When accepted, the agreement shall be binding upon both parties and their respective successors, heirs, assigns and personal representatives.

Offerer

Accepted this _____ day of _____, 20__.

Offeree