

Addendum to the Mentor-Protégé Agreement

Between

[ABC (Protégé)]

And

[XYZ (Mentor)]

This Addendum is attached to and made an integral part of the Mentor Protégé Agreement between _____ [Protégé] and _____ [Mentor] dated _____ .

Mentor and Protégé certify the responses to the statements below (if applicable, submit copies of relevant agreements, supplementary explanations, income statements or contracts as Exhibits to this Agreement):

- a. Protege and Mentor do () agree the assistance to be provided through the agreement will help the protégé firm advance its goals as defined in its business plan.
- b. Protégé does () does not () have another SBA approved Mentor/Protégé Agreement.
- c. Mentor does () does not () have another SBA approved Mentor-Protégé Agreement.
- d. Mentor is () is not () participating in any other formal Mentor-Protégé Programs governed by other agencies.
- e. Mentor or one of Mentor's owners does () does not () own any of the Protégé's equity or have the right to own any of the Protégé's equity, including stock options or convertible securities.
- f. Mentor and Protégé do () do not () have an agreement in principle to merge or sell stock to the other.
- g. Protégé () has () has not purchased assets from Mentor including but not limited to facilities or equipment.
- h. An officer, director, managing member, partner, principal stockholder or employee of the Mentor does () does not () hold a position with the Protégé and has () has not () previously held a position with the Protégé as an officer, director, managing member, partner, principal stockholder or employee of the protégé.

- i. An owner or manager of the Protégé is () is not () a family member of an owner or manager of the Mentor. (Family members are limited to married couples, parties to a civil union, parents, children, and siblings.)
- j. An owner or manager of the Protégé and owner or manager of the Mentor firm do () do not () have multiple investments in common.
- k. Over the previous three fiscal years, the Protégé has () has not () derived 70% or more of its receipts from the Mentor.
- l. The Protégé does () does not () have a franchise or license agreement with the mentor.
- m. The Mentor and Protégé have () have not () formed a joint venture that has received multiple contract awards more than two years apart or received more than three contract awards.
- n. Mentor shall annually certify that it continues to possess good character and a favorable financial position, if the Agreement is extended.

Subject to the approval of the U.S. Small Business Administration's Director, All Small Mentor-Protégé Program, this Addendum is entered into and effective as of the date of such approval. The Addendum is officially signed and executed by officials duly authorized to bind the named corporations this ____ day of _____, 20XX.

 Signatory, **ABC** (Protégé)
 Signatory Information

 Signatory, **XYZ** (Mentor)
 Signatory Information

Date _____

Date _____