

EXHIBIT A
BID INSTRUCTION FORM
OFFER TO PURCHASE CLOVIS OFFICE CONDOMINIUM
Clovis, California

The undersigned (Bidder) hereby offers to purchase the right, title and interest in property located in the County of Fresno in the City of Clovis and described as;

2,465± square feet built-out office condominium, 1645 Shaw Avenue Suite 102, Clovis, CA (Exhibit F, of Bid Instructions)

The bid price shall not be less than the reserve amount of \$200,000 cash. Any bid to purchase the property must be in excess of this reserve amount. In order to qualify as a bidder, you must complete, sign this form, and attach a 10% deposit in the amount of initial bid amount can be made by evidence of U.S. legal tender, Cashier's check, personal check or bank drafts.

Bid Price \$ _____

The deposit shall be made out to Pearson Realty Trust account and will be held uncashed until the winning bid is accepted. All unsuccessful bidders' checks will be returned immediately. Successful Buyer's final total deposit will be delivered to First American Title Company of Walnut Creek, with a signed purchase contract for the completion of this purchase. A contract will be completed for Buyer's signature immediately but no later than 1 day of auction completion. At opening of escrow with a signed contract the 10% deposit will become non-refundable but applicable to the sales price.

10% of Bid Price \$ _____

The property shall be conveyed by Grant Deed Buyer will provide escrow holder with legal vesting within three (3) days of opening of escrow. Final transfer and recordation of the property will occur on October 23rd, 2009.

If the Buyer is an entity other than a natural person, ie. a partnership, corporation or trust, the person signing this bid warrants and represents he or she is authorized to execute this bid on behalf of the purchaser and will provide to auction document authorizing this purchase.

This offer and contract shall be irrevocable until 4:00PM local time on Thursday, October 31st, 2009. If the bid is accepted by the Seller but the Buyer fails to perform the contract, the bid deposit of 10% shall be forfeited to the Seller's as liquidated damages since it would be impractical and extremely difficult to fix the Seller's damages.

Condition of "As Is" Property Buyer acknowledges that except for the expressed warranties and representations contained in the agreement and the Grant Deed. Buyer is not relying on any oral, implied, or other representation statements or warranties by Seller, Pearson Realty or its sales agents. All previous written, oral, implied or other statements representing warranties or agreements if any are merged herein.

Other than specifically disclosed herein Seller has not made, does not make and expressly disclaims any warranties, representations, covenants or guarantees expressed or implied or arising by operation of law as to the merchant ability, habitability, quantity, quality or environmental conditions of the property or its suitability of fitness for any Buyer's particular purpose or use.

Upon conveyance of the property Buyer affirms that it has:

1. Investigated and inspected the property to its satisfaction and is familiar and satisfied with the condition of the property and has made its own determination as to its suitability and use.
2. And the property suitability or fitness for any particular use Buyer hereby accepts the property in the present condition on an "As Is, Where Is", basis.
3. Buyer further acknowledges that the provisions of the sale have been fully explained to the Buyer and that the Buyer fully understands and accepts the same.

Notification of Seller acceptance Winning bidder will be notified immediately by the auction company. Upon final bid a contract will be prepared and once signed within one (1) day of notification an escrow will be opened and completed on or before October 23rd, 2009.

Transferring and Escrow An Escrow Account and Preliminary Title Report has been established with First American Title Company, Ted Bigornia, 1850 Mt. Diablo Blvd., #300, Walnut Creek, California and is contracted to complete the transfer of this property. A copy of the Preliminary Title Report and other information has been made available to the Bidder for complete examination. Seller will be responsible for customary charges associated with the transfer of this property including title insurance, County documentary transfer tax, ½ escrow fees, Natural Hazard Disclosure Statement and auction company fees.

The Bidder has read and agrees to the foregoing bid auction agreement and by affixing the signature on this form accepts the responsibilities and duties of this agreement and purchase contract.

Bid Deadline Signed bid form and deposit must be received by Pearson Realty Auction, in person or mailed to 3447 South Demaree, Visalia, California 93277 before 6:00PM Pacific Standard Time, Thursday, October 8th, 2009.

Name of Bidder

By: _____

Address: _____

Phone: _____

Fax: _____

Email: _____

Acceptance of Owner

The foregoing offer is hereby accepted by the owner this _____ day of _____ 2009.

Meridian Clovis, LLC

By: _____

Authorized Signature

