PICOR

25TH ANNIVERSARY 1985-2010

August 30, 2010

Texas Instruments
c/o Mr. Douglas Heller
Binswanger
2375 East Camelback Road Ste 500
Phoenix, Arizona 85016

RE: Lease with Option to Purchase Texas Instrument Facility at 6730 South Tucson Boulevard, Tucson, AZ

Dear Doug:

The purpose of this non-binding Letter of Intent is to express the interest and intent of StrengthBuilding Partners to occupy and potentially purchase the Texas Instruments facility located at 6730 South Tucson Boulevard, Tucson, Arizona.

Property Description: Approximately 253,393 sq ft of improved building space on the approximate 17.6 acre campus located at 6730 South Tucson Boulevard, Tucson, Arizona.

Use: A variety of educational and vocationally complimentary services. See the attached Vision – Model Community Learning Center.

Lessee: StrengthBuilding Partners.

Lessor: Texas Instruments.

Lease Term: Ten (10) years commencing January 1, 2011.

Lease Rate:

Year 1:	No rent or payment of expenses
Year 2:	No rent or payment of expenses for the first six (6) months. The next six (6) months, Lessee pays expenses.
Year 3:	Lessee continues to pay operational expenses.
Year 4:	Rent begins at the rate to be agreed upon between parties
Year 5-10:	Rent continues with escalations to be agreed upon

Purchase Terms: Lessee has the Option to Purchase the property for the following terms:

1. Four Million Dollars ($4,000,000) – Year 4 of the Lease.
2. Four Million Two Hundred Thousand Dollars ($4,200,000) Year 5.
3. Five Million Four Hundred Thousand Dollars ($5,400,000) – Year 6.
4. Years 7-10: Purchase price escalates by three percent (3%) per year.

Condition: Lessor will provide the property to Lessee with all systems in good working order.

Occupancy Conditions: Lessor will provide the following reports for Lessee as a condition of this transaction for Lessee's Due Diligence:

1. ALTA Survey of the Site.
2. Current Phase I Environmental Phase I.
3. Certificate of Occupancy.

Lessee will have thirty (30) days following delivery of these items to conduct their investigation of the Premises prior to Lease signing. Lease and property review can progress simultaneously.

Parties: StrenghtBuilding Partners hopes it is apparent that Lessee/Buyer's intent is to purchase the property. The Lease is critical to offsetting costs to initiate operations at the site. Long term it is Lessee/Buyer's intent to own and control its operations at this site.

StrengthBuilding Partners is a collaboration of different parties to bring about an enhanced environment of learning, for the benefit of Texas Instruments and other corporate employers. It is the design and intent of StrengthBuilding Partners to offer a more comprehensive educational experience for youth as they prepare to contribute to the working world. The attached "Our Vision: The StrengthBuilding Partners Model Community Learning Center" says it best.

Texas Instruments is known to most as a marvelous operating company, and great contributor to the communities in which they operate Teaming with StrengthBuilding Partners in an endeavor like this will allow Texas Instruments to reinstate this property to an environment of education and improvement of our society in general. The physical plant's location serves the objectives of StrengthBuilding Partners perfectly.

The Board of Directors and staff of StrengthBuilding Partners appreciate the consideration of Texas Instruments and anxiously await their reply to this non-binding Letter of Intent.

PICOR Commercial Real Estate Services,
a Cushman & Wakefield Alliance Member

Russell W. Hall, SIOR

RWH:jah

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Signed:

StrengthBuilding Partners

By:_____

Its:_____

Date:_____

Approved:

Texas Instruments

By:_____

Its:_____

Date:_____

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