

Memorandum of Understanding

By and Between

1412 G.D.K. Chapin LLC ("GDK"), a Limited Liability Company organized in the State of Delaware and duly registered in the District of Columbia and Mentoring Works 2, Inc. ("MW2"), a 501c3 non-profit organization organized and duly registered in the District of Columbia.

This Memorandum of Understanding offers terms under which GDK and MW2 will cooperate to meet common goals and as such this Agreement is neither legally binding nor a contract for specific services or goods.

Nothing in this Agreement is intended to, or shall be construed to create a partnership, agency, joint venture, employment or similar relationship. Neither party will be entitled to any of the benefits made available by either party to its employees, including, but not limited to, group health or life insurance, profit-sharing or retirement benefits. Neither party is authorized to make any representation, contract or commitment on behalf of the other party unless specifically requested or authorized in writing to do so. Both parties are individually responsible for, and will file, on a timely basis, all tax returns and payments required to be filed with, or made to, any federal, state or local tax authority with respect to the performance of services and receipt of any fees under this Agreement.

In order to provide construction apprenticeship opportunities to youth in the Washington DC metropolitan area, GDK and MW2 hereby agree in principle to the following:

- GDK intends to develop a 44 unit multifamily building at the vacant site it owns at 1412 Chapin Street NW, Washington DC.
- MW2 is an established Washington DC based 501c3 non-profit in good standing that provides mentoring and apprenticeship opportunities to local youth.
- Upon selection of a General Contractor for the construction at 1412 Chapin Street NW and prior to executing a GMP contract, GDK hereby agrees to formalize its arrangement with MW2 as follows:
 - MW2 will provide a list of no less than ten (10) interested, qualified applicants for construction apprenticeship opportunities to GDK
 - From this list, GDK will select no less than two (2) apprenticeship candidates for employment with the then selected General Contracting Firm.
 - Selected candidates will be given the opportunity for temporary positions with specified construction trades to be supervised by selected professionals.
 - Candidates will work on site for a specified minimum number of hours per week for the duration of the construction period in accordance with all applicable laws and regulations; for their services they will be compensated a reasonable hourly wage according to DC minimum wage regulations.
 - Activities performed by selected apprentices may include but are not limited to performing field engineering (e.g. measurements, logging details), filing RFI's, maintaining the CBE and first source documentation, taking construction photographs, and writing meeting minutes.

CVE and MW2 will work together to develop the necessary documents and relationships consistent with the above general principles. Nothing in this Agreement obligates either party to any terms and condition, each of which must be specified in separate agreements.

Hereby agreed by and accepted to:

1412 G.D.K. Chapin LLC
Carlos Perdomo
Managing Member

Mentoring Works 2, Inc.
Courtney Stewart
Executive Director