Date: July 16, 2026

To: Prospective Buyer & Future Cogent Bank Client

Through: Russell Carriere
First Choice Business Brokers of East TN
9111 Cross Park Drive
Knoxville, TN 37923

RE: **SBA Pre-Qualification for financing the acquisition of business assets pertaining to a Pediatric Primary Care business, estimated closing costs, and SBA guaranty fee**

Dear Prospective Buyer/Client:

Thank you for affording Cogent Bank an opportunity to earn your business! Cogent Bank is a full-service bank with banking centers located throughout the State of Florida. We have been designated by SBA as a Preferred Lender Participant (PLP), which provides for an expedited approval process by the Bank/SBA. We lend nationwide.

Cogent Bank is pleased to provide you this proposal to extend credit under the U.S. Small Business Administration's (SBA) 7(a) loan program. This proposal is for discussion purposes only and should not be construed as a commitment to lend but rather a detailing of the terms and conditions that we will endeavor to obtain on your behalf upon completion of the underwriting process and formal loan approval by Cogent Bank's SBA Lending Division.

TERMS, CONDITIONS & REQUIREMENTS:

Purpose: To provide permanent and fully amortizing financing (no calls or balloons) for the purchase of business assets pertaining to a pediatric primary care business, inclusive but not limited to, Equipment, Furniture, Fixtures, Accounts, and Inventory.

Borrower: Legal entity to be determined

Loan Amount: $184,000 SBA 7(a) Guaranteed Term Loan. For purposes of determining the Total Project Costs (TPC), we have included the business acquisition purchase price, estimated closing costs and SBA guaranty fee. Should there be a need for working capital, the Total Project Costs can be revisited.

Sources and Uses: The loan proceeds and Borrower equity will be utilized as follows:

Use of Proceeds	Cogent Bank	Owner's Equity	Other	Total
Business Purchase	180,000	20,000	0	200,000
Estimated Closing Costs	0	16,000	0	16,000
SBA Fee (appr.)	4,000	140	0	4,140
Totals:	184,000	36,140	0	220,140
Percentages:	83.58%	16.42%	0.00%	100%

Term: The Loan will have a term of 120 months (10 years) from the date of the note.

Loan Type: SBA 7(a) Loan

Interest Rate: Wall Street Journal Prime Rate (WSJP) + 3.00% floating, with quarterly adjustments. If the loan were to close today, the initial interest rate would be 9.75%.

Interest shall be calculated on a 365-day basis, actual days lapsed.

Repayment Terms: If the loan were to close today, the monthly principal and interest payment would be approximately $2,406.

Prepayment Penalty: None applicable.

Collateral: A perfected first security interest in all business assets of the Borrower, including but not limited to accounts receivable, inventory, furniture, fixtures, equipment, and general intangibles.

An additional deed of trust on your home(s) and/or additional business or personal collateral may be required depending on the amount of equity in your home(s) and whether a collateral shortfall exists on the business assets.

Guarantor(s): Principals of legal entity to be identified

Note on Personal Guarantees: Any owner of 20% or more of the borrowing entity will be required to provide a full joint and several personal guaranty. Additional guarantors may be required as determined by Lender during the underwriting process.

Note on Corporate/Trust Guarantees: Any entity that owns 20% or more of the borrowing entity will be required to provide a full joint and several guaranty. If the owner is a Revocable Trust, the Trustor must also guaranty the loan.

Equity Injection: As presented an equity injection of $36,140 will be required prior to disbursement of loan proceeds. Equity injection may change based on credit factors during discovery and/or needs of borrower.

Business Valuation: A suitable business valuation will be required and reviewed by Lender.

Life Insurance: Life insurance may be required for the portion of the loan amount that is not covered by the liquidated value of any tangible assets taken as collateral. Any existing policies may be utilized to meet this requirement by assigning proceeds to Cogent Bank. Based on information provided thus far, estimated total life insurance requirement would be $184,000. This amount may be eliminated entirely based on depth in management and/or reduced based on the value of any personal collateral being pledged in addition to the business assets being acquired.

Financial Reporting: Borrower and guarantor(s) will provide Lender with annual federal income tax returns and personal financial statements.

Taxes and Insurance: Borrower shall maintain liability, property, and other insurance as required. Lender will be named as Mortgagee/Loss Payee on all policies. Borrower must keep current all applicable property taxes as Lender will not escrow for such obligations.

Other Conditions: This loan is being considered under the SBA 7(A) Loan Program. All conditions applicable to the program will supersede any terms and conditions of Cogent Bank.

Borrower will be expected to execute all loan documents required by Lender and Lender's attorney.

INITIAL DEPOSIT:

Lender requires a deposit in the amount of $10,000.00 to proceed with underwriting your loan request. Upon receipt of the executed Acknowledgment and receipt of the requested deposit, Cogent Bank will proceed with the underwriting of your loan request. If the loan is not approved, the deposit will be returned to you less any expenses incurred. A full accounting will be provided. If the loan is approved, the deposit is non-refundable should the loan be withdrawn for any reason. Checks should be made payable to Cogent Bank and in the memo line write "Good Faith Deposit."

If the terms of this letter are acceptable, please sign where indicated below, and remit the above-referenced deposit amount. The financial remittance may be either mailed or wired utilizing the instructions provided below the acknowledgment(s)

Should assistance be needed with remitting the deposit, please call or email Sheryl Montgomery with any questions regarding the process. Sheryl's phone number is (770) 365-4969 or email address is smontgomery@cogentbank.net.

We appreciate the opportunity to present this proposal to you and look forward to assisting you with your financial needs. Should you have any further questions, please contact me at (606) 571-1370 or email me at bchaney@cogentbank.net.

Sincerely,

Bryan Chaney

Bryan Chaney, Senior Vice President
SBA Business Development Officer

Applicant's Acknowledgment:

Name of Borrowing Entity

By: ______________________________
Authorized Signer

Accepted and agreed to this ______ day of ________________, 2026.

Wire Instructions:

1. Beneficiary Bank: Cogent Bank
   1113 Saxon Blvd
   Orange City, FL 32763
   ABA #: 063114661

2. Beneficiary: Account Holder's Name: Cogent Bank
   Account Holder's Address: 1113 Saxon Blvd Orange City FL
   Account #: 0200000114600300

   Please reference Borrower/Project Name

Mailing instructions:
Loan Operations
Cogent Bank SBA Division
300 International Parkway, Suite 330
Lake Mary, Florida 32746