

BUILDINGS & BOOKS, INC.

WHISTLEBLOWER POLICY

SECTION 1. GENERAL: The Buildings & Books Code of Conduct and Ethics requires representatives of the corporation to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. Representatives of the organization must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations.

SECTION 2. PURPOSE: The purpose of the Buildings & Books Whistleblower Policy is to establish policies and procedures for:

- The submission of concerns regarding suspected violations of the Code of Conduct and Ethics, including questionable accounting or audit matters, by directors, officers or other stakeholders of the organization, on a confidential and anonymous basis;
- The receipt, retention and treatment of complaints received by the organization regarding suspected violations, including accounting, internal controls, or auditing matters; and
- The protection of all directors, officers and volunteers who report suspected violations in good faith from retaliatory actions.

SECTION 3. REPORTING RESPONSIBILITY: Each director, officer or volunteer of Buildings & Books has an obligation to report, in accordance with this policy, any suspected violations, including questionable or improper accounting or auditing matters, of Buildings & Books' Code of Conduct and Ethics.

SECTION 4. REPORTING SUSPECTED VIOLATIONS: Suspected violations shall be reported in writing directly to the chairman of Audit Committee.

SECTION 5. AUTHORITY OF AUDIT COMMITTEE: All reports of alleged violations will be addressed by the Audit Committee, which shall be responsible for investigating and making appropriate recommendations to the Board of Directors with respect to all reports of alleged violations.

SECTION 6. HANDLING OF REPORTS OF SUSPECTED VIOLATIONS: The Audit Committee shall address all reports of alleged violations. The chairman of the Audit Committee shall immediately notify the President of any such report, and notify the sender and acknowledge receipt of the alleged violation within five business days, if possible. It will not be possible to acknowledge receipt of anonymously submitted alleged violations.

All reports will be promptly investigated by the Audit Committee, and appropriate corrective action will be recommended to the Board of Directors, if warranted by the investigation. In addition, action taken must include a conclusion and/or follow-up with the complainant for complete closure of the reported alleged violation.

The Audit Committee has the authority to retain outside legal counsel, accountants, private investigators, or any other resource deemed necessary to conduct a full and complete investigation of all reports of alleged violations.

SECTION 7. PROHIBITION AGAINST RETALIATION: No director, officer or volunteer who, in good faith, reports a suspected violation shall be subject to retaliation or suffer harassment. Any director, officer or volunteer who retaliates against an individual who has reported a suspected violation in good faith is subject to discipline up to and including removal from the Board of Directors or dismissal from a volunteer position with the organization. This policy is intended to encourage concerned individuals to raise concerns within the organization prior to seeking resolution outside the organization.

SECTION 8. CONFIDENTIALITY: Reports of violations or suspected violations may be submitted on a confidential basis by the complainant, or may be submitted anonymously. Reports of alleged violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation. Disclosure of reports of alleged violations to individuals not involved in the investigation will be viewed as a serious disciplinary offense and may result in discipline, up to and including removal from the Board of Directors or dismissal from a volunteer position with the organization. Such conduct may also give rise to other actions, including civil lawsuits.

SECTION 9. ACTING IN GOOD FAITH: Any individual reporting a violation or suspected violation must act in good faith and have reasonable grounds for believing the information disclosed indicates an improper accounting or auditing practice, or a violation of the Code of Conduct and Ethics. The act of making allegations that prove to be unsubstantiated, and that prove to have been made maliciously, recklessly, or with the foreknowledge that the allegations are false, will be viewed as a serious disciplinary offense and may result in discipline, up to and including removal from the Board of Directors or dismissal from a volunteer position with the organization. Such conduct may also give rise to other actions, including civil lawsuits.

SECTION 10. EMPLOYEES: This policy reflects the fact that Buildings & Books has no employees. Should that change, the board shall adopt appropriate provisions to extend to all employees the protections provided under this policy.