

TENOR OF LETTER

To: _____

From: _____

Subject: _____

Dear Sir or Madam,

This letter confirms the terms and conditions (the "Agreement") under which the undersigned parties agree to proceed with the transaction described below. This Tenor of Letter is intended to be legally binding and enforceable under the laws of the United States of America.

1. Parties:

Seller: _____ Buyer: _____

2. Subject Matter:

The subject of this Agreement is the sale and purchase of the following item(s): - Description:

_____ - Quantity:

_____ - Specifications:

3. Purchase Price and Payment Terms:

Total Purchase Price: \$ _____ USD Payment Method:

_____ Payment Schedule:

4. Delivery Terms:

Delivery Location: _____ Delivery Date: Not later than

_____ Risk of Loss: Passes to Buyer upon delivery as set forth herein.

5. Representations and Warranties:

5.1 Seller represents and warrants that it has full right, title, and authority to sell the described item(s), free of any liens or encumbrances. 5.2 Buyer represents and warrants its authority to enter into this Agreement. 5.3 Both parties

acknowledge that this Agreement is binding and enforceable under United States law.

6. Confidentiality:

The parties agree to keep all terms of this Agreement and any related information confidential, except as required by law or agreed in writing.

7. Governing Law and Jurisdiction:

This Agreement shall be governed by and construed in accordance with the laws of the State of _____, without regard to its conflict of law principles. The parties consent to the exclusive jurisdiction and venue of the state and federal courts located in _____ County, _____.

8. Entire Agreement and Amendments:

This Agreement represents the entire understanding between the parties and supersedes all prior negotiations, commitments, and writings. Any amendments must be in writing and signed by both parties.

9. Severability:

If any provision of this Agreement is held to be invalid or unenforceable, the remaining provisions shall remain in full force and effect.

10. Signatures:

SELLER'S SIGNATURE

BUYER'S SIGNATURE

Signature: _____

Signature: _____

Name: _____

Name: _____

Title: _____

Title: _____

Date: _____

Date: _____

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