

Asset Acquisition Agreement

This Asset Acquisition Agreement ("Agreement") is made and entered into on (the "Effective Date"), by and between:

Seller:
Address:

Buyer:
Address:

1. Assets to be Acquired

The Seller agrees to sell, and the Buyer agrees to purchase, the following assets (the "Assets"):

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2. Purchase Price

The total purchase price for the Assets shall be \$ (the "Purchase Price"), payable as follows:

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3. Closing

The closing of the transaction shall take place on , at .

4. Representations and Warranties

Each party represents and warrants that it has the power and authority to enter into this Agreement and to perform its obligations hereunder.

5. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of the State of .

IN WITNESS WHEREOF

The parties hereto have executed this Asset Acquisition Agreement as of the Effective Date.

Seller:
Signature:
Date:

Buyer:
Signature:
Date: