

Partnership Interest Purchase Agreement

This Partnership Interest Purchase Agreement ("Agreement") is made and entered into as of [REDACTED], by and between [REDACTED] ("Seller") and [REDACTED] ("Buyer").

1. Sale of Partnership Interest

Seller hereby agrees to sell and transfer to Buyer, and Buyer agrees to purchase from Seller, [REDACTED] percent (%) of Seller's partnership interest in [REDACTED] (the "Partnership").

2. Purchase Price

The total purchase price for the partnership interest shall be \$ [REDACTED], payable as follows: [REDACTED]

3. Closing

The closing of the transaction contemplated by this Agreement shall take place on [REDACTED], at [REDACTED].

4. Representations and Warranties

1. Seller represents and warrants that Seller has full authority to transfer the partnership interest.
2. Buyer represents and warrants that Buyer has adequate funds to complete the purchase.

5. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of the state of [REDACTED].

6. Signatures

Seller: [REDACTED]

Date: [REDACTED]

Buyer: [REDACTED]

Date: [REDACTED]